

In the opinion of Bond Counsel to the County to be delivered upon the issuance of the Series 2024 Bonds, under existing law and assuming continuing compliance by the County with certain requirements of the Internal Revenue Code of 1986, as amended (the "Code"), that must be met subsequent to the issuance of the Series 2024 Bonds, with which the County has certified, represented and covenanted its compliance, (i) interest on the Series 2024 Bonds is excludable from gross income for federal income tax purposes, except for interest on any Series 2024A Bonds for any period during which such Series 2024A Bonds are held by a person who is a "substantial user" of the facilities financed or a "related person," as those terms are used in Section 147(a) of the Code; (ii) interest on the Series 2024A Bonds is an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; (iii) interest on the Series 2024B Bonds is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; (iv) in the case of the alternative minimum tax imposed by Section 55(b)(2) of the Code on applicable corporations (as defined in Section 59(k) of the Code), interest on the Series 2024 Bonds is not excluded from the determination of adjusted financial statement income; and (v) the Series 2024 Bonds and the income thereon will not be subject to taxation under the laws of the State of Florida, except as to estate taxes and taxes under Chapter 220, Florida Statutes, on interest, income or profits on debt obligations owned by corporations as defined in said Chapter 220. See "TAX MATTERS" for a description of certain other tax consequences to the Series 2024 Bonds.



\$918,185,000

MIAMI-DADE COUNTY, FLORIDA

\$779,730,000

**Aviation Revenue Refunding Bonds,
Series 2024A
(AMT)**

\$138,455,000

**Aviation Revenue Refunding Bonds,
Series 2024B
(Non-AMT)**

Dated: Date of delivery

Due: October 1, as shown on inside cover page

Miami-Dade County, Florida (the "County"), is issuing its \$779,730,000 Aviation Revenue Refunding Bonds, Series 2024A (AMT) (the "Series 2024A Bonds") and its \$138,455,000 Aviation Revenue Refunding Bonds, Series 2024B (Non-AMT) (the "Series 2024B Bonds") and, together with the Series 2024A Bonds, the "Series 2024 Bonds". The Series 2024 Bonds are being issued as fully registered bonds, initially registered in the name of Cede & Co. as nominee of The Depository Trust Company, New York, New York ("DTC"), which will act as securities depository for the Series 2024 Bonds. So long as the Series 2024 Bonds are in book-entry form, purchases of beneficial interests in the Series 2024 Bonds will be made in book-entry only form, without certificates, in denominations of \$5,000 or integral multiples of \$5,000. See "AUTHORIZATION FOR THE SERIES 2024 BONDS."

Interest on the Series 2024 Bonds will accrue from their initial date of delivery and will be payable on April 1 and October 1 of each year, commencing on October 1, 2024.

Principal of and interest on the Series 2024 Bonds will be payable at the corporate trust offices of The Bank of New York Mellon, successor in interest to JPMorgan Chase Bank, as trustee (the "Trustee"), in New York, New York. So long as DTC or its nominee is the registered owner of the Series 2024 Bonds, payments of the principal of and interest on the Series 2024 Bonds will be paid directly to DTC or its nominee, and disbursements of such payments to beneficial owners will be the responsibility of DTC and its participants. See "THE SERIES 2024 BONDS – Book-Entry Only System."

The Series 2024 Bonds are subject to redemption prior to maturity. See "THE SERIES 2024 BONDS – Redemption."

The Series 2024 Bonds are being issued to provide funds, together with other legally available funds of the County, for the purposes of: (a) refunding certain Outstanding aviation revenue bonds of the County as described in this Official Statement, and (b) paying certain costs of issuance relating to the Series 2024 Bonds. See "INTRODUCTORY STATEMENT" and "PLAN OF REFUNDING."

THE SERIES 2024 BONDS WILL BE SPECIAL, LIMITED OBLIGATIONS OF THE COUNTY PAYABLE SOLELY FROM A PLEDGE OF NET REVENUES (AS DESCRIBED IN THIS OFFICIAL STATEMENT) DERIVED FROM THE PORT AUTHORITY PROPERTIES (AS DEFINED HEREIN), INCLUDING THE OPERATION OF THE MIAMI INTERNATIONAL AIRPORT, AS DESCRIBED IN THIS OFFICIAL STATEMENT, AND CERTAIN OTHER MONIES. THE SERIES 2024 BONDS WILL BE SECURED ON A PARITY BASIS WITH THE COUNTY'S OUTSTANDING BONDS UNDER THE TRUST AGREEMENT DESCRIBED IN THIS OFFICIAL STATEMENT. NEITHER THE FAITH AND CREDIT OF THE STATE OF FLORIDA OR THE COUNTY NOR THE FAITH AND CREDIT OF ANY AGENCY OR POLITICAL SUBDIVISION OF THE STATE OF FLORIDA OR THE COUNTY ARE PLEDGED TO THE PAYMENT OF THE PRINCIPAL OF OR INTEREST ON THE SERIES 2024 BONDS. THE ISSUANCE OF THE SERIES 2024 BONDS SHALL NOT DIRECTLY, INDIRECTLY OR CONTINGENTLY OBLIGATE THE STATE OF FLORIDA OR THE COUNTY OR ANY AGENCY OR POLITICAL SUBDIVISION OF THE STATE OF FLORIDA OR THE COUNTY TO LEVY ANY TAXES FOR THE PAYMENT OF THE SERIES 2024 BONDS OR TO MAKE ANY APPROPRIATION FOR THEIR PAYMENT EXCEPT FROM THE NET REVENUES AND CERTAIN OTHER MONIES PLEDGED TO THE PAYMENT OF THE SERIES 2024 BONDS UNDER THE TRUST AGREEMENT.

See the inside cover page for maturities, principal amounts, interest rates, yields, prices and initial CUSIP numbers of the Series 2024 Bonds.

This cover page contains information for quick reference only. It is not a summary of the Series 2024 Bonds. Investors must read the entire Official Statement, including the APPENDICES attached hereto, to obtain information essential to the making of an informed investment decision. Unless otherwise specified, cross-references are to specific captioned sections of this Official Statement.

The Series 2024 Bonds are offered when, as and if issued by the County and accepted by the Underwriters, subject to opinions on certain legal matters relating to their issuance of Greenberg Traurig, P.A., Miami, Florida, and Edwards & Feanny, P.A., Miami, Florida, Co-Bond Counsel. Certain legal matters will be passed upon for the County by the Office of the Miami-Dade County Attorney. Certain other legal matters relating to disclosure will be passed upon for the County by GrayRobinson, P.A., Miami, Florida and Law Offices Thomas H. Williams Jr., P.L., Miami, Florida, Disclosure Counsel. Certain legal matters will be passed upon for the Underwriters by their counsel, Bryant Miller Olive P.A., Miami, Florida. Hilltop Securities Inc., Orlando, Florida has served as Financial Advisor to the County in connection with the issuance of the Series 2024 Bonds. It is expected that the Series 2024 Bonds will be available for delivery through DTC in New York, New York on or about August 1, 2024.

Barclays

Estrada Hinojosa

Ramirez & Co., Inc.

Raymond James

Drexel Hamilton, LLC

Baird

J.P. Morgan

RBC Capital Markets

Dated: July 17, 2024

**MATURITIES, PRINCIPAL AMOUNTS, INTEREST RATES, YIELDS,
PRICES AND INITIAL CUSIP NUMBERS OF THE SERIES 2024 BONDS**

**\$779,730,000
AVIATION REVENUE REFUNDING BONDS,
SERIES 2024A
(AMT)**

Maturity Date (October 1)	Principal Amount	Interest Rate	Yield	Price	Initial CUSIP No.⁽¹⁾
2027	\$ 31,380,000	5.000%	3.650%	103.997	59333P7D4
2028	32,960,000	5.000	3.670	105.090	59333P7E2
2029	33,905,000	5.000	3.670	106.202	59333P7F9
2030	35,995,000	5.000	3.720	106.990	59333P7G7
2031	37,795,000	5.000	3.760	107.721	59333P7H5
2032	97,100,000	5.000	3.820	108.206	59333P7J1
2033	127,015,000	5.000	3.840	108.887	59333P7K8
2034	132,250,000	5.000	3.850	109.594	59333P7L6
2035	139,130,000	5.000	3.890*	109.242	59333P7M4
2036	112,200,000	5.000	3.900*	109.154	59333P7N2

**\$138,455,000
AVIATION REVENUE REFUNDING BONDS,
SERIES 2024B
(NON-AMT)**

Maturity Date (October 1)	Principal Amount	Interest Rate	Yield	Price	Initial CUSIP No.⁽¹⁾
2025	\$21,595,000	5.000%	3.030%	102.237	59333P7P7
2027	4,105,000	5.000	2.960	106.119	59333P7Q5
2028	4,315,000	5.000	2.970	107.896	59333P7R3
2029	4,930,000	5.000	2.970	109.652	59333P7S1
2030	4,750,000	5.000	3.030	111.001	59333P7T9
2031	4,995,000	5.000	3.050	112.464	59333P7U6
2032	5,245,000	5.000	3.070	113.843	59333P7V4
2033	5,505,000	5.000	3.100	115.055	59333P7W2
2034	5,780,000	5.000	3.130	116.172	59333P7X0
2035	6,070,000	5.000	3.170*	115.794	59333P7Y8
2036	25,690,000	5.000	3.210*	115.418	59333P7Z5
2037	45,475,000	5.000	3.250*	115.043	59333P8A9

* Yield calculated to the first optional call date of October 1, 2034.

⁽¹⁾ CUSIP numbers have been assigned by an organization not affiliated with the County and are included solely for the convenience of the holders of the Series 2024 Bonds. The County is not responsible for the selection or use of these CUSIP numbers, nor is any representation made as to their correctness on the Series 2024 Bonds or as indicated above. The CUSIP numbers are subject to being changed after execution and delivery of the Series 2024 Bonds as a result of various subsequent actions including, but not limited to, a refunding in part or as a result of the procurement of secondary market portfolio insurance or other similar enhancement by investors that is applicable to all or a portion of the Series 2024 Bonds.

MIAMI-DADE COUNTY, FLORIDA

Daniella Levine Cava, Mayor

MEMBERS OF THE BOARD OF COUNTY COMMISSIONERS

Oliver G. Gilbert, III, Chairman
Anthony Rodriguez, Vice-Chairman

Name	District	Name	District
Oliver G. Gilbert, III	1	Danielle Cohen Higgins	8
Marleine Bastien	2	Kionne L. McGhee	9
Keon Hardemon	3	Anthony Rodriguez	10
Micky Steinberg	4	Roberto J. Gonzalez	11
Eileen Higgins	5	Juan Carlos Bermudez	12
Kevin M. Cabrera	6	Senator René Garcia	13
Raquel A. Regalado	7		

COUNTY CLERK AND COMPTROLLER

Juan Fernandez-Barquin, Esq.

COUNTY ATTORNEY

Geraldine Bonzon-Keenan, Esq.

CHIEF ADMINISTRATIVE OFFICER

Carladenise Edwards

OFFICE OF MANAGEMENT AND BUDGET DIRECTOR

David Clodfelter

AVIATION DEPARTMENT

Ralph Cutié

Aviation Director and Chief Executive Officer

Kenneth A. Pyatt

Deputy Aviation Director

Basil A. Binns II

Deputy Aviation Director

Sergio San Miguel

Chief Financial Officer

Oscar Aguirre

Capital Finance and Budget Director

BOND COUNSEL

Greenberg Traurig, P.A.
Miami, Florida

Edwards & Feanny, P.A.
Miami, Florida

DISCLOSURE COUNSEL

GrayRobinson, P.A.
Miami, Florida

Law Offices Thomas H. Williams Jr., P.L.
Miami, Florida

FINANCIAL ADVISOR

Hilltop Securities Inc.
Orlando, Florida

INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

Cherry Bekaert LLP
Tampa, Florida

NO DEALER, BROKER, SALESPERSON OR OTHER PERSON HAS BEEN AUTHORIZED BY THE COUNTY, THE MIAMI-DADE COUNTY AVIATION DEPARTMENT (THE "AVIATION DEPARTMENT") OR THE UNDERWRITERS TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS OTHER THAN AS SET FORTH IN THIS OFFICIAL STATEMENT AND, IF GIVEN OR MADE, SUCH OTHER INFORMATION OR REPRESENTATION MUST NOT BE RELIED UPON AS HAVING BEEN AUTHORIZED BY THE COUNTY, THE AVIATION DEPARTMENT OR THE UNDERWRITERS. REFERENCES TO WEBSITE ADDRESSES SET FORTH HEREIN ARE INCLUDED FOR CONVENIENCE OF REFERENCE ONLY AND MAY BE IN THE FORM OF A HYPERLINK FOR THE READER'S CONVENIENCE. UNLESS SPECIFIED OTHERWISE, INFORMATION AVAILABLE AT SUCH ADDRESSES IS NOT INCORPORATED HEREIN BY REFERENCE AND IS NOT PART OF THIS OFFICIAL STATEMENT. THIS OFFICIAL STATEMENT DOES NOT CONSTITUTE AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY, NOR SHALL THERE BE ANY SALE OF THE SERIES 2024 BONDS BY A PERSON IN ANY JURISDICTION IN WHICH IT IS UNLAWFUL FOR SUCH PERSON TO MAKE SUCH AN OFFER, SOLICITATION OR SALE. THIS OFFICIAL STATEMENT IS NOT TO BE CONSTRUED AS A CONTRACT WITH THE PURCHASERS OF THE SERIES 2024 BONDS.

THE UNDERWRITERS HAVE PROVIDED THE FOLLOWING SENTENCE FOR INCLUSION IN THIS OFFICIAL STATEMENT. THE UNDERWRITERS HAVE REVIEWED THE INFORMATION IN THIS OFFICIAL STATEMENT IN ACCORDANCE WITH, AND AS A PART OF, THEIR RESPONSIBILITIES TO INVESTORS UNDER THE FEDERAL SECURITIES LAWS AS APPLIED TO THE FACTS AND CIRCUMSTANCES OF THIS TRANSACTION, BUT THE UNDERWRITERS DO NOT GUARANTEE THE ACCURACY OR COMPLETENESS OF SUCH INFORMATION.

THE SERIES 2024 BONDS HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED, OR ANY STATE SECURITIES LAW, NOR HAVE THE TRUST AGREEMENT, THE SERIES 2024 RESOLUTION OR THE AUTHORIZATIONS DESCRIBED IN THIS OFFICIAL STATEMENT BEEN QUALIFIED UNDER THE TRUST INDENTURE ACT OF 1939, AS AMENDED, IN RELIANCE UPON EXEMPTIONS CONTAINED IN SUCH ACTS.

IN MAKING AN INVESTMENT DECISION, INVESTORS MUST RELY UPON THEIR OWN EXAMINATION OF THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED.

THESE SECURITIES HAVE NOT BEEN RECOMMENDED BY ANY FEDERAL OR STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY. FURTHERMORE, THE FOREGOING AUTHORITIES HAVE NOT CONFIRMED THE ACCURACY OR DETERMINED THE ADEQUACY OF THIS DOCUMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

THE UNDERWRITERS MAY OFFER AND SELL THE SERIES 2024 BONDS TO CERTAIN DEALERS AND OTHERS AT YIELDS HIGHER THAN THE PUBLIC OFFERING YIELDS REFLECTED ON THE INSIDE COVER PAGE OF THIS OFFICIAL STATEMENT, AND SUCH PUBLIC OFFERING YIELDS MAY BE CHANGED FROM TIME TO TIME, AFTER THE INITIAL OFFERING TO THE PUBLIC, BY THE UNDERWRITERS.

THE ORDER AND PLACEMENT OF MATERIALS IN THIS OFFICIAL STATEMENT, INCLUDING THE APPENDICES, ARE NOT TO BE DEEMED A DETERMINATION OF RELEVANCE, MATERIALITY OR IMPORTANCE, AND THIS OFFICIAL STATEMENT, INCLUDING THE APPENDICES, MUST BE CONSIDERED IN ITS ENTIRETY. THE CAPTIONS AND HEADINGS IN THIS OFFICIAL STATEMENT ARE FOR CONVENIENCE OF REFERENCE ONLY AND IN NO WAY DEFINE, LIMIT OR DESCRIBE THE SCOPE OR INTENT, OR AFFECT THE MEANING OR CONSTRUCTION, OF ANY PROVISIONS OR SECTIONS IN THIS OFFICIAL STATEMENT. THE OFFERING OF THE SERIES 2024 BONDS IS MADE ONLY BY MEANS OF THIS ENTIRE OFFICIAL STATEMENT.

THIS OFFICIAL STATEMENT IS BEING PROVIDED TO PROSPECTIVE PURCHASERS EITHER IN BOUND PRINTED FORM ("ORIGINAL BOUND FORMAT") OR IN ELECTRONIC FORMAT ON THE FOLLOWING WEBSITES: WWW.MUNIOS.COM AND WWW.EMMA.MSRB.ORG. THIS OFFICIAL

STATEMENT MAY BE RELIED UPON ONLY IF IT IS IN ITS ORIGINAL BOUND FORMAT OR AS PRINTED IN ITS ENTIRETY DIRECTLY FROM SUCH WEBSITES.

CERTAIN STATEMENTS INCLUDED OR INCORPORATED BY REFERENCE IN THIS OFFICIAL STATEMENT CONSTITUTE "FORWARD-LOOKING STATEMENTS." SUCH STATEMENTS GENERALLY ARE IDENTIFIABLE BY THE TERMINOLOGY USED, SUCH AS "PLAN," "EXPECT," "ESTIMATE," "BUDGET" OR OTHER SIMILAR WORDS. SUCH FORWARD-LOOKING STATEMENTS INCLUDE, BUT ARE NOT LIMITED TO, CERTAIN STATEMENTS CONTAINED IN THE INFORMATION UNDER THE CAPTIONS "ESTIMATED SOURCES AND USES OF FUNDS," "CERTAIN INVESTMENT CONSIDERATIONS," AND "AVIATION DEPARTMENT FINANCIAL INFORMATION – MANAGEMENT'S DISCUSSION OF FINANCIAL INFORMATION" IN THIS OFFICIAL STATEMENT. THE ACHIEVEMENT OF CERTAIN RESULTS OR OTHER EXPECTATIONS CONTAINED IN SUCH FORWARD-LOOKING STATEMENTS INVOLVE KNOWN AND UNKNOWN RISKS, UNCERTAINTIES AND OTHER FACTORS THAT MAY CAUSE ACTUAL RESULTS, PERFORMANCE OR ACHIEVEMENTS TO BE MATERIALLY DIFFERENT FROM ANY FUTURE RESULTS, PERFORMANCE OR ACHIEVEMENTS EXPRESSED OR IMPLIED BY SUCH FORWARD-LOOKING STATEMENTS. AMONG THE FACTORS THAT MAY CAUSE PROJECTED REVENUES AND EXPENDITURES TO BE MATERIALLY DIFFERENT FROM THOSE ANTICIPATED ARE AN INABILITY TO INCUR DEBT AT ASSUMED INTEREST RATES, CONSTRUCTION DELAYS, INCREASES IN CONSTRUCTION COSTS, GENERAL ECONOMIC DOWNTURNS, FACTORS AFFECTING THE AIRLINE INDUSTRY IN GENERAL, FEDERAL LEGISLATION AND/OR REGULATIONS, AND REGULATORY AND OTHER RESTRICTIONS, INCLUDING, BUT NOT LIMITED TO, THOSE THAT MAY AFFECT THE ABILITY TO UNDERTAKE, THE TIMING OR THE COSTS OF CERTAIN PROJECTS. ANY FORECAST IS SUBJECT TO SUCH UNCERTAINTIES. THEREFORE, THERE ARE LIKELY TO BE DIFFERENCES BETWEEN FORECASTS AND ACTUAL RESULTS, AND THOSE DIFFERENCES MAY BE MATERIAL. OTHER THAN THE CUSTOMARY FINANCIAL REPORTING ACTIVITIES OF THE COUNTY AND THE AVIATION DEPARTMENT OR REPORTING ACTIVITIES NECESSARY TO COMPLY WITH LEGAL OR CONTRACTUAL REQUIREMENTS, NEITHER THE COUNTY NOR THE AVIATION DEPARTMENT PLAN TO ISSUE ANY UPDATES OR REVISIONS TO SUCH FORWARD-LOOKING STATEMENTS IF OR WHEN (i) THE EXPECTATIONS OF THE COUNTY OR THE AVIATION DEPARTMENT CHANGE, OR (ii) THE EVENTS, CONDITIONS OR CIRCUMSTANCES ON WHICH SUCH FORWARD-LOOKING STATEMENTS ARE BASED ACTUALLY OCCUR OR FAIL TO OCCUR.

TABLE OF CONTENTS

	<u>Page</u>
INTRODUCTORY STATEMENT	1
General.....	1
Purpose	1
Security for the Bonds	1
The Airport	2
Summaries	2
AUTHORIZATION FOR THE SERIES 2024 BONDS	3
PLAN OF REFUNDING.....	3
ESTIMATED SOURCES AND USES OF FUNDS	6
THE SERIES 2024 BONDS.....	7
General.....	7
Redemption.....	7
Acceleration Upon Default	8
Book-Entry Only System.....	8
Discontinuance of Book-Entry Only System.....	8
SECURITY FOR THE SERIES 2024 BONDS.....	8
Pledge of Net Revenues.....	8
Rate Covenant.....	10
Airline Use Agreement	11
Reserve Account.....	15
Issuance of Additional Bonds.....	17
Issuance of Refunding Bonds	17
Funds and Flow of Funds.....	18
CERTAIN INVESTMENT CONSIDERATIONS	21
Factors Affecting Air Transportation Industry	21
American Airlines.....	21
Airline Economic Considerations.....	22
The Federal Budget and Sequestration	25
Agreement with Customs and Border Patrol Agency	25
PFC Collections.....	25
Federal Legislation	26
Airport Security Requirements	26
Airport Competition.....	28
Cost and Schedule of Capital Improvements Program	28
Growth of Transportation Network Companies.....	29
Peer-to-Peer Car Sharing Rental Activities	29
Cyber-Security.....	29
Climate Change	30
Coronavirus (COVID-19).....	31
Environmental Liabilities and Hazardous Substances	32
Airport Insurance.....	33
Local Construction Market Conditions.....	33
Industry Workforce Shortages	33
Actual Results May Differ from Projections and Assumptions	33
AVIATION-RELATED DEBT.....	34
Outstanding Bonds Under the Trust Agreement.....	34
Debt Service Schedule.....	35
Double-Barreled Aviation Bonds	36
Commercial Paper Notes	36
Capital Leases.....	37
Third-Party Obligations	37
Independent Financing of the Rental Car Center.....	37

Future Indebtedness; Other Capital Expenditures	37
AIRPORT SYSTEM GOVERNANCE AND MANAGEMENT	38
Governance	38
Management	38
Employees	40
AIRPORT SYSTEM FACILITIES	40
Introduction	40
Terminal Building.....	41
Commercial Operations Facilities.....	44
Airside Facilities.....	45
Parking Facilities	47
Roadway Access to MIA.....	47
Cargo and Other Facilities at the Airport.....	50
MIA Pharma Hub Development.....	52
MIA Foreign Trade Zone Development	52
The General Aviation Airports	52
Airport Insurance.....	55
AIRPORT TRAFFIC ACTIVITY	56
Airlines Serving the Airport	63
Selected Carrier Activity	66
Air Service Incentive Program	69
CAPITAL IMPROVEMENT PROGRAM	69
FUNDING SOURCES FOR CAPITAL PROJECTS.....	77
Federal Grants.....	77
State Grants.....	78
Other Grant Revenues.....	79
Passenger Facility Charges	80
Reserve Maintenance Fund and Improvement Fund	81
Other Grant Revenues.....	82
Future Financings	82
AVIATION DEPARTMENT FINANCIAL INFORMATION.....	82
Historical Financial Results.....	82
Management's Discussion of Financial Information.....	85
Other Post-Employment Benefits and Pension Benefits.....	86
COUNTY INVESTMENT POLICY	87
TAX MATTERS	87
General.....	87
Additional Tax Matters.....	88
Original Issue Premium	88
Changes in Federal and State Tax Law.....	89
Information Reporting and Backup Withholding	89
CONTINUING DISCLOSURE.....	89
General Undertaking.....	89
Obligated Persons	91
Airline Disclosure.....	91
Procedures and Past Performance.....	91
Limited Information; Limited Rights of Enforcement.....	91
EMMA System	91
RATINGS.....	92
ENFORCEABILITY OF REMEDIES	92
UNDERWRITING	92
FINANCIAL ADVISOR.....	93
RELATIONSHIPS OF PARTIES	93
FINANCIAL STATEMENTS.....	93
CERTAIN LEGAL MATTERS	93
LITIGATION	94

General.....	94
Aviation Environmental Matters.....	94
DISCLOSURE REQUIRED BY FLORIDA BLUE SKY REGULATIONS.....	96
VERIFICATION OF MATHEMATICAL COMPUTATIONS.....	97
CERTIFICATE OF FINANCE DIRECTOR AND AVIATION DIRECTOR CONCERNING THIS OFFICIAL STATEMENT.....	97
MISCELLANEOUS.....	97
APPENDIX A	AUDITED FINANCIAL STATEMENTS OF THE AVIATION DEPARTMENT FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2023
APPENDIX B	SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT
APPENDIX C	SUMMARY OF CERTAIN PROVISIONS OF THE 2018 AIRLINE USE AGREEMENT AND THE PREFERENTIAL GATE USE AGREEMENT
APPENDIX D	PROPOSED FORM OF BOND COUNSEL OPINION
APPENDIX E	PROPOSED FORM OF DISCLOSURE COUNSEL OPINION
APPENDIX F	CONTINUING DISCLOSURE UNDERTAKING
APPENDIX G	BOOK-ENTRY ONLY SYSTEM
APPENDIX H	GENERAL INFORMATION RELATIVE TO MIAMI-DADE COUNTY, FLORIDA

OFFICIAL STATEMENT

relating to

\$918,185,000

MIAMI-DADE COUNTY, FLORIDA

\$779,730,000
Aviation Revenue Refunding Bonds,
Series 2024A
(AMT)

\$138,455,000
Aviation Revenue Refunding Bonds,
Series 2024B
(Non-AMT)

INTRODUCTORY STATEMENT

General

This Official Statement of Miami-Dade County, Florida (the "County"), which includes the cover page, the inside cover page and the Appendices, furnishes information in regard to the Port Authority Properties (the "Port Authority Properties") and other assets owned by the County and operated by the Miami-Dade County Aviation Department (the "Aviation Department") and other information in connection with the issuance and sale of the County's \$779,730,000 Aviation Revenue Refunding Bonds, Series 2024A (AMT) (the "Series 2024A Bonds") and its \$138,455,000 Aviation Revenue Refunding Bonds, Series 2024B (Non-AMT) (the "Series 2024B Bonds" and, together with the Series 2024A Bonds, the "Series 2024 Bonds").

The Series 2024 Bonds are being issued pursuant to (1) Chapters 125 and 166, Florida Statutes (collectively, the "Act"), (2) the Amended and Restated Trust Agreement dated as of December 15, 2002 (the "Trust Agreement"), by and among the County, The Bank of New York Mellon, successor in interest to JPMorgan Chase Bank, as trustee (the "Trustee"), and U.S. Bank Trust Company, National Association, successor in interest to U.S. Bank National Association and Wachovia Bank, National Association, as co-trustee (the "Co-Trustee"), and (3) Resolution No. R-534-24 (the "Series 2024 Resolution") adopted by the Board of County Commissioners of Miami-Dade County, Florida (the "Board") on June 18, 2024, approving the issuance of the Series 2024 Bonds. See "AUTHORIZATION FOR THE SERIES 2024 BONDS" and "APPENDIX B – SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT."

Purpose

The Series 2024A Bonds are being issued to provide funds, together with other legally available funds of the County, for the purposes of (a) refunding and redeeming, as applicable, all of the outstanding Miami-Dade County, Florida Aviation Revenue Refunding Bonds, Series 2014 (AMT) maturing on or after October 1, 2027 (the "Refunded 2014 Bonds") and all of the outstanding Miami-Dade County, Florida Aviation Revenue Refunding Bonds, Series 2014A (AMT) (the "Refunded 2014A Bonds"), and (b) paying the costs of issuing the Series 2024A Bonds. The Series 2024B Bonds are being issued to provide funds, together with other legally available funds of the County, for the purposes of (a) refunding and redeeming, as applicable, all of the outstanding Miami-Dade County, Florida Aviation Revenue Refunding Bonds, Series 2014B (Non-AMT) (the "Refunded 2014B Bonds" and together with the Refunded 2014 Bonds and the Refunded 2014A Bonds, the "Refunded Bonds"), and (b) paying the costs of issuing the Series 2024B Bonds. See "PLAN OF REFUNDING" herein.

Security for the Bonds

The Series 2024 Bonds are payable from and are secured by a pledge of Net Revenues (as described in this Official Statement) of the Port Authority Properties. See "SECURITY FOR THE SERIES 2024 BONDS – Pledge of Net Revenues." The major components of the Port Authority Properties are (1) the terminals, grounds, runways and taxiways of (a) the Miami International Airport (the "Airport" or "MIA"), (b) three general aviation airports (Miami-Opa-locka Executive Airport, Homestead General Aviation Airport and Miami Executive Airport), (c) one flight

training airport (Dade-Collier Training and Transition Airport), and (d) one decommissioned airport (Opa-locka West Airport), and (2) all facilities or improvements of the County's airports that are designated as Port Authority Properties pursuant to the Trust Agreement.

Reference herein to "Port Authority Properties" means the Port Authority Properties as the same exist unless otherwise indicated. Port Authority Properties do not include any facilities or improvements at the County's airports financed by obligations not issued under the Trust Agreement or not otherwise designated as Port Authority Properties under the Trust Agreement. The entire airport system operated by the County is referred to herein as the "Airport System."

While the Net Revenues of all Port Authority Properties are pledged under the Trust Agreement, the majority of Net Revenues are generated by the Airport. Under the Trust Agreement, the proceeds of passenger facilities charges ("PFCs") do not constitute Revenues and currently are not pledged to the payment of any Bonds (as defined below), including the Series 2024 Bonds. The County, however, has previously utilized certain revenues derived from PFCs to make payments on the Bonds and may, in its discretion, elect to do so in the future. See "SECURITY FOR THE SERIES 2024 BONDS – Pledge of Net Revenues," "– Rate Covenant" and "– Airline Use Agreement," "CERTAIN INVESTMENT CONSIDERATIONS – PFC Collections" and "APPENDIX B – SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT."

The Series 2024 Bonds are being issued on a parity basis with the \$3,795,910,000* aggregate principal amount of aviation revenue bonds currently Outstanding, as defined in the Trust Agreement (the "Outstanding Bonds"), as to the pledge of, lien on and source of payment from Net Revenues. Subject to certain conditions, the County may issue Additional Bonds and Refunding Bonds (as such terms are defined below) under the Trust Agreement on a parity basis with the Outstanding Bonds and the Series 2024 Bonds. See "SECURITY FOR THE SERIES 2024 BONDS – Issuance of Additional Bonds" and "– Issuance of Refunding Bonds." The Series 2024 Bonds, the Outstanding Bonds and any Additional Bonds and Refunding Bonds hereafter issued on a parity basis with such bonds are collectively referred to in this Official Statement as the "Bonds." See "AVIATION-RELATED DEBT – Outstanding Bonds Under the Trust Agreement," "AVIATION DEPARTMENT FINANCIAL INFORMATION" and "APPENDIX B – SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT."

The Airport

The Airport is located approximately seven miles west of the downtown area of the City of Miami and includes approximately 3,230 acres and approximately 184 buildings. As of March 2024, the Airport provided approximately 565 departing non-stop daily flights to 186 airports throughout the United States and around the world. The Airport provides service to most capital and secondary cities in South America, Central America and the Caribbean and many major cities in Europe and other parts of the world.

American Airlines is the predominant carrier at the Airport. Including the operation of its affiliate, Envoy Air, Inc., which operates under American Eagle, as Envoy, and is one of many American Eagle carriers, American Airlines accounted for approximately 60.2% and 59.6% of the enplaned passengers at the Airport and approximately 33.2% and 31.8% of Airport revenues during the 6-month periods ended March 31, 2023, and March 31, 2024, respectively.

Summaries

This Official Statement contains descriptions of, among other matters, the Series 2024 Bonds, the Trust Agreement, the Aviation Department, the Airport, its facilities and operations, and the capital improvement program ("CIP") of the Aviation Department. Such descriptions do not purport to be comprehensive or definitive. Certain information in this Official Statement has been provided by The Depository Trust Company ("DTC"). See "APPENDIX G – BOOK-ENTRY ONLY SYSTEM." Neither the County nor the Underwriters have provided information in this Official Statement with respect to DTC, and neither the County nor the Underwriters certify as to the accuracy or sufficiency of the disclosure policies of or content provided by DTC, and neither are responsible for

* Excludes the Refunded Bonds and Series 2024 Bonds.

the information provided by DTC. All references in this Official Statement to the Trust Agreement and related documents are qualified in their entirety by reference to such documents. References in this Official Statement to the Series 2024 Bonds are qualified in their entirety by reference to the form of the Series 2024 Bonds included in the Trust Agreement.

Audited financial statements of the Aviation Department for the Fiscal Year ended September 30, 2023, are included as APPENDIX A. A summary of certain provisions of the Trust Agreement is included as APPENDIX B. A summary of certain provisions of the 2018 Airline Use Agreement and the Preferential Gate Use Agreement is included as APPENDIX C. The substantially final form of the approving opinions to be delivered by Greenberg Traurig, P.A. and Edwards & Feanny, P.A., Co-Bond Counsel, is included as APPENDIX D. The substantially final form of the opinions to be delivered by GrayRobinson, P.A. and Law Offices Thomas H. Williams Jr., P.L., Miami, Florida, Disclosure Counsel, is included as APPENDIX E. The County's continuing disclosure undertaking is included as APPENDIX F.

All capitalized terms not otherwise defined in this Official Statement shall have the meanings ascribed to them in the Trust Agreement. See "APPENDIX B – SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT" for definitions of certain of those terms.

AUTHORIZATION FOR THE SERIES 2024 BONDS

Pursuant to the Act, the County is authorized to construct, acquire, establish, improve, extend, enlarge, reconstruct, equip, maintain, repair and operate projects, within or outside the territorial boundaries of the County, including, but not limited to, airport facilities of all kinds, including all properties, rights, easements and franchises relating to such airport facilities. The Airport, three general aviation airports, one flight training airport, one decommissioned airport, and airport-related properties and improvements constituting the Port Authority Properties are operated by the County through the Aviation Department. Title to the Port Authority Properties is vested in the County.

The Act authorizes the issuance of aviation revenue bonds to mature not later than 40 years from their date of issuance for any of the purposes set forth in the Act, including for the purpose of refunding bonds previously issued thereunder. Such revenue bonds do not constitute a debt of the County, or a pledge of the faith and credit of the County, but are payable solely from Net Revenues of the Port Authority Properties.

The Series 2024 Bonds are being issued pursuant to the Act, the Trust Agreement and the Series 2024 Resolution.

PLAN OF REFUNDING

A portion of the proceeds of the Series 2024A Bonds, together with other legally available funds of the County, will be applied for the purposes of refunding and redeeming, as applicable, the Refunded 2014 Bonds and the Refunded 2014A Bonds. A portion of the proceeds of the Series 2024B Bonds, together with other legally available funds of the County, will be applied for the purposes of refunding and redeeming, as applicable, the Refunded 2014B Bonds.

[Remainder of page intentionally left blank]

The maturities of the Refunded Bonds are summarized in the following table:

Bond	Maturity Date	Interest Rate	Par Amount Outstanding	Par Amount Refunded	Redemption Date	Redemption Price
Refunded						
2014 Bonds:						
SERIAL	10/01/2027	5.000%	\$ 25,645,000	\$ 25,645,000	10/30/2024	100.00%
SERIAL	10/01/2028	5.000	26,935,000	26,935,000	10/30/2024	100.00
SERIAL	10/01/2029	5.000	28,275,000	28,275,000	10/30/2024	100.00
SERIAL	10/01/2030	5.000	29,690,000	29,690,000	10/30/2024	100.00
SERIAL	10/01/2031	4.375	10,000,000	10,000,000	10/30/2024	100.00
SERIAL	10/01/2031	5.000	21,175,000	21,175,000	10/30/2024	100.00
SERIAL	10/01/2032	5.000	32,670,000	32,670,000	10/30/2024	100.00
SERIAL	10/01/2034	5.000	87,325,000	87,325,000	10/30/2024	100.00
Refunded						
2014A Bonds:						
SERIAL	10/01/2025	5.000	1,105,000	1,105,000	10/30/2024	100.00
SERIAL	10/01/2027	5.000	10,610,000	10,610,000	10/30/2024	100.00
SERIAL	10/01/2028	5.000	11,145,000	11,145,000	10/30/2024	100.00
SERIAL	10/01/2029	5.000	11,005,000	11,005,000	10/30/2024	100.00
SERIAL	10/01/2030	5.000	11,950,000	11,950,000	10/30/2024	100.00
SERIAL	10/01/2031	5.000	12,550,000	12,550,000	10/30/2024	100.00
SERIAL	10/01/2032	5.000	70,590,000	70,590,000	10/30/2024	100.00
SERIAL	10/01/2033	5.000	133,485,000	133,485,000	10/30/2024	100.00
SERIAL	10/01/2034	4.000	650,000	650,000	10/30/2024	100.00
SERIAL	10/01/2034	5.000	51,070,000	51,070,000	10/30/2024	100.00
SERIAL	10/01/2035	5.000	146,260,000	146,260,000	10/30/2024	100.00
SERIAL	10/01/2036	5.000	119,685,000	119,685,000	10/30/2024	100.00
Refunded						
2014B Bonds:						
SERIAL	10/01/2025	5.000	22,620,000	22,620,000	10/30/2024	100.00
SERIAL	10/01/2027	5.000	5,185,000	5,185,000	10/30/2024	100.00
SERIAL	10/01/2028	5.000	5,445,000	5,445,000	10/30/2024	100.00
SERIAL	10/01/2029	5.000	6,120,000	6,120,000	10/30/2024	100.00
SERIAL	10/01/2030	5.000	6,000,000	6,000,000	10/30/2024	100.00
SERIAL	10/01/2031	5.000	6,305,000	6,305,000	10/30/2024	100.00
SERIAL	10/01/2032	5.000	6,620,000	6,620,000	10/30/2024	100.00
SERIAL	10/01/2033	5.000	6,950,000	6,950,000	10/30/2024	100.00
SERIAL	10/01/2034	5.000	7,295,000	7,295,000	10/30/2024	100.00
TERM37	10/01/2035	5.000	7,660,000	7,660,000	10/30/2024	100.00
TERM37	10/01/2036	5.000	27,360,000	27,360,000	10/30/2024	100.00
TERM37	10/01/2037	5.000	47,230,000	47,230,000	10/30/2024	100.00

The County will enter into an irrevocable Escrow Deposit Agreement with the Trustee relating to the refunding of the Refunded Bonds (the "Escrow Agreement"). The Escrow Agreement will provide that cash and direct obligations of, or obligations the principal of and interest on which are unconditionally guaranteed by, the United States of America (the "Government Obligations") will be deposited to the escrow fund created under the Escrow Agreement (the "Escrow Fund"). Based on schedules provided by the Financial Advisor illustrating the sufficiency of the cash flow from the investments held in the Escrow Fund, as verified by the Verification Agent as described below, such Government Obligations are expected to mature and bear interest at times and in amounts sufficient, together with the uninvested cash in such Escrow Fund, to pay principal of and interest on the Refunded Bonds from the date the Series 2024 Bonds are issued until the Refunded Bonds are called for redemption. Bingham Arbitrage Rebate Services, Inc. (the "Verification Agent"), has verified the arithmetic accuracy of the mathematical computations of the adequacy of the maturing principal of and interest on the Government Obligations deposited to the Escrow Fund to pay the Refunded Bonds through their respective redemption dates. See "VERIFICATION OF MATHEMATICAL COMPUTATIONS." In reliance upon the above-referenced schedules and verification, upon the issuance and delivery of the Series 2024 Bonds, Bond Counsel shall deliver an opinion to the County to the effect that the Refunded Bonds

are no longer deemed Outstanding within the meaning of the Trust Agreement and the lien on the Net Revenues in favor of the Refunded Bonds under the Trust Agreement has ceased.

[Remainder of page intentionally left blank]

ESTIMATED SOURCES AND USES OF FUNDS

The proceeds derived from the sale of the Series 2024 Bonds, together with other legally available funds of the County, are expected to be applied as follows:

	Series 2024A	Series 2024B	Total
SOURCES OF FUNDS:			
Par Amount	\$779,730,000.00	\$138,455,000.00	\$918,185,000.00
Plus Original Issue Premium	65,542,009.80	16,945,914.35	82,487,924.15
Other Legally Available Funds ⁽¹⁾	14,007,333.33	2,579,833.33	16,587,166.66
TOTAL SOURCES	\$859,279,343.13	\$157,980,747.68	\$1,017,260,090.81
 USES OF FUNDS:			
Deposit to Escrow Fund	\$854,736,366.16	\$157,172,296.58	\$1,011,908,662.74
Underwriters' Discount ⁽²⁾	2,575,385.07	450,621.93	3,026,007.00
Costs of Issuance ⁽³⁾	1,967,591.90	357,829.17	2,325,421.07
TOTAL USES	\$859,279,343.13	\$157,980,747.68	\$1,017,260,090.81

- ⁽¹⁾ Represents amounts held in certain funds and accounts under the Trust Agreement for the Refunded Bonds.
- ⁽²⁾ Includes fees of Underwriters' Counsel.
- ⁽³⁾ Includes fees of Bond Counsel, Disclosure Counsel, Financial Advisor, Verification Agent and other costs of issuing the Series 2024 Bonds.

[Remainder of page intentionally left blank]

THE SERIES 2024 BONDS

General

The Series 2024 Bonds will be dated as of their date of delivery, will bear interest at such rates, will be payable at such times, and will mature on the dates and in the principal amounts set forth on the inside cover page of this Official Statement. Interest on the Series 2024 Bonds will be payable on April 1 and October 1 of each year, commencing on October 1, 2024. The Series 2024 Bonds are subject to optional redemption as described in this Official Statement. See "- Redemption" below. The Series 2024 Bonds are being issued as fully registered bonds in denominations of \$5,000 or any integral multiple of \$5,000, and when issued will be initially registered in the name of Cede & Co., as nominee of DTC. Purchases of beneficial interests in the Series 2024 Bonds will be made in book-entry only form, without certificates. If the book-entry only system is discontinued, such beneficial interests are exchangeable for one or more fully registered bonds of like principal amount.

So long as any of the Series 2024 Bonds are in book-entry only form, the registered owner of the Series 2024 Bonds will be Cede & Co. for all purposes of the Trust Agreement and the principal of and interest on the Series 2024 Bonds will be payable as described under "THE SERIES 2024 BONDS – Book-Entry Only System."

Redemption

Optional Redemption of Series 2024 Bonds

The Series 2024 Bonds maturing on or before October 1, 2034, shall not be subject to optional redemption prior to maturity. The Series 2024 Bonds maturing on or after October 1, 2035, may be redeemed prior to their respective maturities at the option of the County, either in whole or in part, from any monies that may be available for such purpose, on any date on or after October 1, 2034, at a redemption price equal to 100% of the principal amount of such Series 2024 Bonds or portion of such Series 2024 Bonds to be redeemed, plus accrued interest to the date of redemption, without premium.

Redemption of Portions of the Series 2024 Bonds

In the event of a partial redemption of the Series 2024 Bonds, the Series 2024 Bonds may be redeemed in any order of maturity determined by the County. If less than all of the Series 2024 Bonds of any one maturity shall be called for redemption, the particular Series 2024 Bonds to be redeemed shall be selected by lot by the Trustee by such method as it shall deem fair and appropriate. However, so long as the Series 2024 Bonds are fully registered in book-entry form and registered in the name of Cede & Co. (DTC's partnership nominee), the provisions for selecting Series 2024 Bonds for redemption may be altered in order to conform to the requirements of DTC.

Notice and Effect of Redemption; Conditional Notice

Notice of the proposed redemption of any Series 2024 Bonds shall be mailed, postage prepaid, to Cede & Co., as nominee of DTC, as registered owner of the Series 2024 Bonds, or, if DTC is no longer the registered owner of the Series 2024 Bonds, to the then registered owners of the Series 2024 Bonds, as applicable, which notice shall be mailed at least 30 days prior to the date fixed for redemption (the "Redemption Date").

The Series 2024 Resolution states that, in the case of an optional redemption, the notice of redemption may state that (i) it is conditioned upon the deposit of monies, in an amount equal to the amount necessary to effect the redemption (inclusive of expected investment earnings thereon), with the Trustee no later than the redemption date, or (ii) the County retains the right to rescind such notice on or prior to the scheduled redemption date (in either case, a "Conditional Redemption"), and such notice and optional redemption shall be of no effect if such monies are not so deposited or if the notice is rescinded as described in this paragraph. Any such notice of Conditional Redemption shall be captioned "Conditional Notice of Redemption." Any Conditional Redemption may be rescinded at any time prior to the redemption date if the County delivers a written direction to the Trustee directing the Trustee to rescind the redemption notice. The Trustee shall give prompt notice of such rescission to the affected holders of Series 2024 Bonds. Any Series 2024 Bonds subject to Conditional Redemption where redemption has been rescinded shall remain

Outstanding, and neither the rescission nor the failure by the County to make such funds available shall constitute an Event of Default. The Trustee shall give immediate notice to the securities information repositories and the affected holders of Series 2024 Bonds that the redemption did not occur and that the Series 2024 Bonds called for redemption and not so paid remain Outstanding.

No interest shall accrue after the Redemption Date of any Series 2024 Bonds if notice has been duly given as provided in the Trust Agreement and payment for such Series 2024 Bonds has been duly provided, and in such event, the Series 2024 Bonds (or portion of such Series 2024 Bonds) called for redemption will no longer be protected by the lien of the Trust Agreement, but shall be secured solely by the monies held for the redemption payment of such Series 2024 Bonds. The failure to mail a notice of redemption as required in the Trust Agreement shall not affect the validity of the proceedings for such redemption.

Acceleration Upon Default

All principal of and accrued interest on the Series 2024 Bonds may become immediately due and payable, without premium, upon an Event of Default under the Trust Agreement if the Trustee (1) exercises its option to so declare or (2) is directed to so declare by the holders of not less than a majority in principal amount of the Outstanding Bonds. See "APPENDIX B – SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT – Remedies of Bondholders."

Book-Entry Only System

DTC will act as securities depository for the Series 2024 Bonds pursuant to a book-entry system. Information regarding DTC and its book-entry system appears as APPENDIX G. Such information has been provided by DTC, and the County assumes no responsibility for the accuracy or completeness of such information. The County may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, Bond certificates will be printed and delivered.

Discontinuance of Book-Entry Only System

In the event the County determines that it is in the best interest of the Beneficial Owners to obtain Series 2024 Bond certificates, the County may notify DTC and the Trustee, whereupon DTC will notify the DTC Participants, of the availability through DTC of Series 2024 Bond certificates. In such event, the County shall prepare and execute, and the Trustee shall authenticate, transfer and exchange, Series 2024 Bond certificates as requested by DTC in appropriate amounts and within the guidelines set forth in the Series 2024 Resolution. DTC also may determine to discontinue providing its services with respect to the Series 2024 Bonds at any time by giving written notice to the County and the Trustee and discharging its responsibilities with respect thereto under applicable law. Under such circumstances (if there is no successor securities depository), the County and the Trustee shall be obligated to deliver Series 2024 Bond certificates as described herein. In the event Series 2024 Bond certificates are issued, the provisions of the Trust Agreement and the Series 2024 Resolution shall apply to, among other things, the transfer and exchange of such certificates and the method of payment of principal of and interest on such Series 2024 Bonds in certificated form. Whenever DTC requests the County and the Trustee to do so, the County will direct the Trustee to cooperate with DTC in taking appropriate action after reasonable notice (i) to make available one or more separate certificates evidencing the Series 2024 Bonds to any DTC Participant having Series 2024 Bonds credited to its DTC account or (ii) to arrange for another securities depository to maintain custody of certificates evidencing the Series 2024 Bonds.

SECURITY FOR THE SERIES 2024 BONDS

Pledge of Net Revenues

The Series 2024 Bonds and all other Outstanding Bonds and the interest on the Series 2024 Bonds and all other Outstanding Bonds are payable solely from and are secured by a pledge of the Net Revenues of the Port Authority Properties. The security for the Series 2024 Bonds and all other Outstanding Bonds does not include any mortgage or lien or any security interest in any of the Port Authority Properties.

"Net Revenues" is defined in the Trust Agreement as the amount of the excess of the Revenues of the Port Authority Properties over the total of the Current Expenses.

"Revenues" are defined in the Trust Agreement as all monies received or earned by the County for the use of, and for the services and facilities furnished by, the Port Authority Properties and all other income derived by the County from the operation or ownership of said Port Authority Properties, including any ground rentals for land on which buildings or structures may be constructed, whether such buildings or structures shall be financed by Bonds issued under the provisions of the Trust Agreement or otherwise, and Hedge Receipts. "Revenues" do not, however, include any monies received as a grant or gift from the United States of America or the State of Florida (the "State") or any department or agency of either of them or any monies received from the sale of property or, unless otherwise provided by resolution of the Board, any Passenger Facility Charges ("PFCs").

"Current Expenses" is defined in part as the County's reasonable and necessary current expenses of maintenance, repair and operation of the Port Authority Properties and shall include, without limiting the generality thereof, all ordinary and usual expenses of maintenance, repair and operation, which may include expenses not annually recurring, all administrative expenses and any reasonable payments to pension or retirement funds properly chargeable to the Port Authority Properties, insurance premiums, engineering expenses relating to maintenance, repair and operation, fees and expenses of the Trustee, Co-Trustee and the Paying Agent, legal expenses, fees of consultants, fees, expenses and other amounts payable to any bank or other financial institution for the issuance of a Credit Facility, Liquidity Facility or Reserve Facility, and to any indexing agent, depository, remarketing agent, tender agent or any other person or institution whose services are required with respect to the issuance of bonds of any Series, any taxes which may be lawfully imposed on Port Authority Properties or the income therefrom and reserves for such taxes, and any other expenses required to be paid by the County under the provisions of the Trust Agreement or by law, but shall not include any reserves for extraordinary maintenance or repair, or any allowance for depreciation, or any Hedge Obligations or Hedge Charges, or any deposits to the credit of special funds created pursuant to the Trust Agreement, including the Sinking Fund, the Reserve Maintenance Fund and the Improvement Fund. See "APPENDIX B – SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT."

For purposes of the Trust Agreement, unless otherwise provided by resolution of the Board, the proceeds of PFCs (defined herein) are excluded from the definition of Revenues and therefore are not included in Net Revenues and are not pledged to the payment of the Bonds. The Board has not provided by resolution for the PFCs to be part of Revenues. The County, however, has previously utilized a portion of the PFCs to pay debt service on Bonds and may, in its discretion, elect to do so in the future. See "– Rate Covenant" under this caption.

In addition, the amounts held under the Trust Agreement in the Construction Fund, the Revenue Fund, the Sinking Fund (including the Bond Service Account, the Reserve Account and the Redemption Account), the Reserve Maintenance Fund and the Improvement Fund are pledged to secure holders of the Bonds until paid out or transferred as provided in the Trust Agreement, subject to certain limitations provided in the Trust Agreement.

THE SERIES 2024 BONDS WILL BE SPECIAL, LIMITED OBLIGATIONS OF THE COUNTY PAYABLE SOLELY FROM A PLEDGE OF NET REVENUES DERIVED FROM THE PORT AUTHORITY PROPERTIES, INCLUDING THE OPERATION OF THE AIRPORT AND CERTAIN OTHER MONIES. THE SERIES 2024 BONDS WILL BE SECURED ON A PARITY BASIS WITH THE COUNTY'S OUTSTANDING BONDS UNDER THE TRUST AGREEMENT. NEITHER THE FAITH AND CREDIT OF THE STATE OR THE COUNTY NOR THE FAITH AND CREDIT OF ANY AGENCY OR POLITICAL SUBDIVISION OF THE STATE OR THE COUNTY ARE PLEDGED TO THE PAYMENT OF THE PRINCIPAL OF OR INTEREST ON THE SERIES 2024 BONDS. THE ISSUANCE OF THE SERIES 2024 BONDS SHALL NOT DIRECTLY, INDIRECTLY OR CONTINGENTLY OBLIGATE THE STATE OR THE COUNTY OR ANY AGENCY OR POLITICAL SUBDIVISION OF THE STATE OR THE COUNTY TO LEVY ANY TAXES FOR THE PAYMENT OF THE SERIES 2024 BONDS OR TO MAKE ANY APPROPRIATION FOR THEIR PAYMENT EXCEPT FROM THE NET REVENUES AND CERTAIN OTHER MONIES PLEDGED TO THE PAYMENT OF THE SERIES 2024 BONDS UNDER THE TRUST AGREEMENT.

Rate Covenant

The County has covenanted in the Trust Agreement that it will at all times fix, charge and collect rates and charges for the use of and for the services and facilities furnished by the Port Authority Properties, and that from time to time, and as often as it shall appear necessary, it will revise such rates and charges as may be necessary or proper, in order that the Revenues will at all times be sufficient (the "Rate Covenant" or the "Rate Covenant Requirement"):

- (i) to provide funds for the payment of Current Expenses;
- (ii) to provide for making deposits to the credit of the Reserve Maintenance Fund of the amounts recommended by the Consulting Engineers under the Trust Agreement; and
- (iii) to provide for (a) making deposits to the credit of the Sinking Fund (other than the Reserve Account) in each fiscal year of an amount not less than 120% of the Principal and Interest Requirements for such fiscal year on account of the Bonds of each Series then Outstanding, in order to provide for the payment of the interest on the bonds as the same shall fall due and for the retirement of all of the bonds under the provisions of the Trust Agreement by their stated maturity or maturities and to provide a margin of safety for such purpose and (b) making deposits and/or payments required to be made during such fiscal year into the Reserve Account and/or payments required to be made during such fiscal year to providers of Reserve Facilities in connection with draws under such facilities.

Consistent with the terms of the Airline Use Agreement, as described below, the County includes a portion of the monies remaining in the Improvement Fund at the end of each Fiscal Year as "Revenues" in the following Fiscal Year for the purposes of satisfying the Rate Covenant Requirement. This inclusion may affect the actual amount that the County must collect in Revenues in any given year to comply with the Rate Covenant as well as the charges to be set and collected under the Airline Use Agreement. See "AVIATION DEPARTMENT FINANCIAL INFORMATION - Historical Financial Results."

The County also has the ability to deposit funds from non-Revenue sources (e.g., PFCs) directly into the Bond Service Account and the Redemption Account to reduce the Principal and Interest Requirements for purposes of meeting the Rate Covenant (i.e., the dollar amount of debt service that the Rate Covenant requires to be covered each year with the 20% coverage factor). As discussed in the next paragraph, in the past, the County has deposited substantial amounts derived from PFCs into the Bond Service Account and may choose to do so in the future to the extent of debt service attributable to eligible projects that may be paid for with PFCs. Such deposits effectively reduce the total amount of Revenues that must be collected each year to comply with the Rate Covenant.

The Aviation Department deposited \$55,000,000, \$82,000,000, \$110,000,000, \$80,000,000 and \$60,000,000 of PFCs into the Bond Service Account for Fiscal Years 2019 through 2023, respectively. The Aviation Department plans to continue to make such deposits in the future, although the amount may vary depending on numerous factors at the time the budget is prepared. To the extent such PFC amounts or other Revenues are not available for deposit into the Bond Service Account, airline rates and charges under the Airline Use Agreement would be increased to make up the difference, which would result in an increase in the airlines' costs per enplaned passenger. For Fiscal Years 2019 through 2023, the airlines' costs per enplaned passenger were \$19.23, \$21.74, \$24.73, \$19.44 and \$18.84 respectively. The Aviation Department's forecasted cost per enplaned passenger for Fiscal Year 2024, based on projected enplanements, is \$17.39. See "FUNDING SOURCES FOR CAPITAL PROJECTS – Passenger Facility Charges." See "APPENDIX C – SUMMARY OF CERTAIN PROVISIONS OF THE 2018 AIRLINE USE AGREEMENT AND THE PREFERENTIAL GATE USE AGREEMENT" for additional information on the airlines' costs per enplaned passenger.

The Trust Agreement provides that the County may enter into new leases and other agreements and contracts for the use of services or facilities of the Port Authority Properties on such terms and for such periods of time as the County shall determine to be proper, provided that the rents, fees and charges applicable thereto shall not be less than those prevailing for similar services or facilities on the date of execution of the Trust Agreement, unless approved by the Traffic Engineers.

The County has also covenanted in the Trust Agreement that any leases or other agreements entered into after November 1, 1985 for the use of any services or facilities of the Port Authority Properties shall contain a provision (the "rental adjustment provision") to the effect that if a court of competent jurisdiction shall determine that any of the rentals, fees or other charges (the "rental charges") imposed by the County under such leases or agreements, or under leases or other agreements for the use of similar services or facilities of the Port Authority Properties, are unjustly discriminatory, the County shall have the right to increase or otherwise adjust the rental charges imposed by any leases or other agreements containing the rental adjustment provision in such manner as the County shall determine is necessary and fair so that such rental charges shall not thereafter be unjustly discriminatory, nor shall any such rental adjustment diminish rental income to such an extent as to prevent the County from meeting its covenants under the Trust Agreement or from adhering to its representations made in any official statement distributed in connection with any Bonds issued under the Trust Agreement after November 1, 1985. Any such rental adjustment provision may also provide that in the event of a substantial upward adjustment in the rental charges pursuant to said provision, the lessee or other user of such services or facilities shall have the right to terminate such lease or other agreement by 60 days' written notice given to the County within one year of the effective date of such upward adjustment.

See "- Funds and Flow of Funds" under this caption for a description of the priority of monthly deposits to the Sinking Fund and the Reserve Maintenance Fund.

Airline Use Agreement

Introduction

The Airline Use Agreement (the "AUA") is the primary document between the County and the airlines operating at the Airport (the "Airlines") that identifies the Airlines' rights and obligations for their use of MIA. The AUA (1) sets forth (a) the County's operating policies such as gate and ticket counter assignments and ground and cargo handling regulations, (b) the mechanism for the Airlines' approval of capital improvement projects for the Airport System, and (c) the rates and charges methodologies that apply to the calculation of landing fees, terminal building rental rates and aviation use fees, and (2) confirms the Airlines' acceptance of the landing fees being determined under the Airport System residual methodology, which assures collection of revenues sufficient to meet the 120% bond coverage requirement.

The Aviation Department and the Airlines are parties to an AUA called the "2018 AUA," whose terms extend for approximately fifteen years, expiring on April 30, 2033. See "- 2018 AUA" below. The 2018 AUA became effective August 10, 2018. In October 2019, July 2022, and June 2023, the Aviation Department made some minor amendments and policy changes to the 2018 AUA tabs, and only required the now completed prior consultation with the Miami Airport Affairs Committee ("MAAC") in order to become effective. As of March 31, 2024, 101 air carriers operating at the Airport have executed the 2018 AUA and are Signatory Airlines. See "AIRPORT TRAFFIC ACTIVITY – Airlines Serving the Airport."

2018 AUA

The 2018 AUA obligates the Signatory Airlines to pay landing fees ("Landing Fees") and other charges including specifically those required to meet the Rate Covenant Requirement under the Trust Agreement or any successor financing document, for so long as Signatory Airlines operate at the Airport or any other airport in the Airport System or until a new airline use agreement is adopted, whichever is earlier. In addition, each Signatory Airline has consented to the Airport System residual methodology for calculation of Landing Fees, and a cost-based, equalized rate setting methodology for calculating rents and user fees for the use of facilities, equipment and services at the Airport's terminal building (the "Terminal Building"). See "*Landing Fee Calculation and Payment*" and "*Terminal Rents and User Fees*" under this caption.

The 2018 AUA requires the Aviation Department to consult with the MAAC to review Capital Projects for the Airport System. The MAAC is composed of at least eleven (11) Signatory Airlines drawn from the highest thirty-five (35) airlines by landed weight at MIA, each of which must be in good standing under the 2018 AUA. The MAAC must use best efforts to include at least one European passenger airline, one Caribbean/Central American passenger airline, one South American passenger airline, one cargo airline, and one regional airline, even if any such airlines are not among the top 35 Signatory Airlines by landed weight. In addition, any Signatory Airline among the top 10 airlines

on the Aviation Department's landed weight list for the prior year is entitled to membership if it so requests to be a member. Any otherwise eligible MIA airline may request the MAAC to permit such airline to be a MAAC member, and the MAAC shall give due consideration to such request. In no event shall the MAAC be required to have more than twenty-one (21) members.

The 2018 AUA also provides that the MAAC's review is either (1) a disapproval review of those Capital Projects required to be reviewed by the MAAC through a majority-in-interest of the MAAC members (a "MII" decision) or else (2) when the Airport's annual projection of airline costs per enplaned passenger exceeds \$35.00 (in 2018 dollars) in six or more years of the 10-year projection period, a moratorium is placed on Capital Projects that may nonetheless be completed by the Aviation Department if (a) the MAAC fails to disapprove a project through the MII process during a moratorium upon submission of the project for the MAAC's review, or (b) after a drop in the airline cost per enplaned passenger below \$35.00 (in 2018 dollars), the project is approved by the Board. The Aviation Department's current projected costs per enplaned passenger (in 2018 dollars) for a five-year projection period between 2025 and 2029 ranges from \$13.06 to \$16.88 based on the most recent MII submitted to the MAAC in May 2024. The MII review and disapproval process is described in "APPENDIX C – SUMMARY OF CERTAIN PROVISIONS OF THE 2018 AIRLINE USE AGREEMENT AND THE PREFERENTIAL GATE USE AGREEMENT."

As part of the 2018 AUA, each Signatory Airline has agreed that the MAAC will represent the interests of all airlines operating at the Airport in making decisions required by the 2018 AUA and that any decision of the MAAC made through the MII process will be binding on all Signatory Airlines. An MII decision is a decision made by a combination of Signatory Airlines in good standing with the MAAC that (1) are not less than 51% in number of the then existing MAAC members and (2) collectively with their Affiliated Airlines (as defined in the 2018 AUA) represent more than 25% of the total landed weight for which Landing Fees were paid during the previous Fiscal Year by all MAAC Airlines and their Affiliated Airlines.

The 2018 AUA provides that: (i) the Signatory Airlines have the right to use certain gates on a preferential use basis, and (ii) beginning in Fiscal Year 2020, all costs associated with international arriving passengers will be charged under an international use fee, so that only carriers with international arriving passengers that utilize the Federal Inspection Services ("FIS") facility will pay for the terminal space costs related to the international arriving facilities. The terminal space costs related to the latter change were previously recovered through the basic Concourse Use Fee charged to all arriving and departing aircraft seats at MIA.

The 2018 AUA confirmed the long-standing policy of the County that all gates at the Airport, whether used on a common use basis or a preferential use basis, are not leased to any MIA air carrier. The Aviation Department alone has the right to determine which of the current gates at MIA are eligible for use on a preferential use basis. As of March 31, 2024, 88 of the 135 gates were subject to preferential use. Of the 88 gates used on a preferential basis, 68 gates are currently occupied by American Airlines, with the remaining 20 gates occupied by other airlines.

The 2018 AUA contains explicit qualification requirements for an airline's eligibility for continued use of a Preferential Use Gate (as such term is defined under the 2018 AUA) and provides specific procedures allowing the Aviation Department to recapture a Preferential Use Gate that is not being sufficiently utilized by an airline. An airline having a Preferential Use Gate is required to sign a Preferential Gate Use Agreement ("PGUA") and to allow the Aviation Department to assign any other airlines the use of the Preferential Use Gate in the event the gate is not in use for a certain period of time. The Aviation Department retains its exclusive right to make the daily assignments of Common Use Gates (as such term is defined in the 2018 AUA) to the airlines.

As part of executing the 2018 AUA, the Federal Aviation Administration (the "FAA") requires the Aviation Department to submit to the FAA an "Updated Competition Plan" to demonstrate how the Aviation Department will provide for new entrant access and expansion by incumbent carriers at MIA. The Aviation Department submitted its Updated Competition Plan to the FAA, which was approved by the FAA in September 2018. Under federal law, an airport is required to have a Competition Plan as a condition to (i) the FAA's approval of the collection or use of any new passenger facility charges imposed at the Airport and (ii) the FAA's award to the Aviation Department of any FAA grant funds.

Preferential Gate User Agreement

By signing the PGUA, an airline agrees to use each gate on the conditions and in accordance with the terms of the Preferential Use Gate Policy of the 2018 AUA. For a period of 120 calendar days, before May 1, 2022 and again before May 1, 2027, an Airline with Preferential Use Gates shall have the right, upon written notice to the Aviation Department, to return any of its Preferential Gates. If the Airline fails to send notice of its election to return any or all of its Preferential Gates by such dates, as applicable, such right shall be null and void. Any such notice shall provide the date upon which such return shall be effective, which return date shall be on or before September 30 of the same year as the notice. Upon any such return, the charges and fees for the Airline's remaining Preferential Gates, if any, shall be adjusted commensurately. Unless the Airline continues to operate at a released gate and meets the proprietary equipment requirement under Section IV(D) of TAB D(2) of the 2018 AUA, the Airline shall remove its proprietary equipment and any of its branding from any released gate or gates within 60 days at its own expense.

In addition, a Signatory Airline to the PGUA agrees that the Aviation Department reserves the right to (i) change the numbers and locations of the assigned Preferential Use Gates in accordance with the Aviation Department's determinations as provided in the 2018 AUA, (ii) recapture all or any number of the Preferential Use Gates assigned to an airline in accordance with the recapture provisions of the 2018 AUA, and (iii) assign to other airlines the use of any Preferential Use Gate as provided in the 2018 AUA if the Aviation Department determines that the Preferential Use Gate is available at any time for such use under the standards set forth in the 2018 AUA. The Aviation Department reserves the right to also convert a Common Use Gate into a Preferential Use Gate from time to time.

To date, the following airlines have signed the PGUA with these assigned MIA Preferential Use Gates (88 in total):

- 1) American Airlines – all 61 gates in Concourse D and 7 gates in (low) Concourse E;
- 2) United Airlines – gate H14 and H17 in Concourse H;
- 3) Delta Airlines – gates H3, H4, H5, H7, H9 and H11 in Concourse H;
- 4) Southwest Airlines – gates G9, G11, G15 and G19 in Concourse G;
- 5) Frontier Airlines – gates F7 and F9 on Concourse F;
- 6) JetBlue Airways – gates E20 and E22 in Satellite E (the Department has issued a recapture notice of a preferential gate with Jet Blue, see "AIRLINE TRAFFIC ACTIVITY – Airlines Serving the Airport" herein for more information); and
- 7) Spirit Airlines – gates G8, G10, G12 and G14.

Aviation Capital Account and Sub-Accounts

Under the previous AUA, the Aviation Department created the Aviation Capital Account and its two sub-accounts, the Retainage Sub-Account and the Performance Sub-Account. The initial setup provided that the Retainage Sub-Account be funded annually in an amount up to \$5,000,000 from monies in the Improvement Fund, subject to a maximum cumulative balance of \$15,000,000. The 2018 AUA contains similar requirements but with increased maximum annual contributions and cumulative balance amounts of \$7,600,000 and \$28,800,000, respectively. Both of these amounts are subject to adjustment annually up or down by the percentage change in the U.S. Bureau of Labor Statistics Consumer Price Index for All Urban Consumers for the Miami-Fort Lauderdale combined metropolitan service area with the third calendar quarter of 2018 to serve as the base time period. The Performance Sub-Account may be funded annually from monies in the Improvement Fund in an amount equal to 50% of the Revenues that exceed breakeven costs of the Cargo and Commercial Aviation Support Facilities (as defined in the 2018 AUA). There is no cap on the annual deposit to, or the balance in, the Performance Sub-Account.

As of March 31, 2024, the estimated balance in the Retainage Sub-Account was \$29.2 million and the balance in the Performance Sub-Account was \$15.5 million. Currently, these two sub-accounts in the Aviation Capital Account are held in the Improvement Fund and are subject to a lien in favor of holders of the Bonds. However, the Aviation Department has the option of maintaining these accounts outside of the Improvement Fund, and in such case, such monies will not be subject to a lien in favor of holders of the Bonds. The Aviation Department may use the monies in the Retainage Sub-Account and the Performance Sub-Account for any lawful aviation-related purposes, including debt service on the Series 2024 Bonds. For instance, monies in the Retainage Sub-Account have been used to pay the Florida Department of Transportation State Infrastructure Bank loan as further described under "AVIATION-RELATED DEBT – Other Airport-Related Debt."

Landing Fee Calculation and Payment

The 2018 AUA provides that the County establish a landing fee rate (the "Landing Fee Rate") under a residual methodology as described in "APPENDIX C – SUMMARY OF CERTAIN PROVISIONS OF THE 2018 AIRLINE USE AGREEMENT AND THE PREFERENTIAL GATE USE AGREEMENT." Based upon the proposed annual budget for the Port Authority Properties, the Aviation Department calculates the Landing Fee Rate to be effective each October 1st on the basis of estimated total landed weight for the annual period. Prior to the adoption of the budget by the Board, the Aviation Department will meet with the MAAC to review the proposed budget and the calculation of the Landing Fee Rate as stated in the 2018 AUA. The Landing Fee Rate may also be adjusted on April 1st of each year or to meet emergencies at any other time. The Landing Fee Rate is calculated so that the Net Revenues to be received by the County in each Fiscal Year, after deducting required deposits to the Reserve Maintenance Fund, will not be less than 120% of the maximum Principal and Interest Requirements for such Fiscal Year (or not less than whatever other applicable percentage amount may be established in the Trust Agreement or any other successor trust indenture entered into by the County) on account of Bonds Outstanding under the Trust Agreement and adjusted as may be necessary to meet the requirements and obligations on account of all other Airport System indebtedness (including any commercial paper, interest rate swap agreements, and subordinated debt).

As set forth in the 2018 AUA, an Airline will pay 100% of the Landing Fee Rate and certain aviation use fees (collectively the "Aviation Fees") during the initial ninety-day period and if it has not both signed the 2018 AUA and qualified for the Aviation User Credit Program ("AUCP") within the ninety-day period, the Airline must pay 110% during a second ninety-day period retroactive to its first day of service at MIA. If the Airline fails to both sign the 2018 AUA and qualify for the AUCP within the second ninety-day period, the Airline must pay 150% of the fees, retroactive to the Airline's first day of service at MIA. Under the 2018 AUA, most Aviation Fees are due by the 15th calendar day of the following month. Any Airline that is not signatory to the 2018 AUA and does not participate in the AUCP or fails to comply with the terms of the AUCP, is required to pay 150% of Aviation Fees in cash or its equivalent each time it uses the Airport facilities. A copy of the 2018 AUA is available upon request from the Aviation Department, and a summary of certain provisions of the 2018 AUA is contained in "APPENDIX C – SUMMARY OF CERTAIN PROVISIONS OF THE 2018 AIRLINE USE AGREEMENT AND THE PREFERENTIAL GATE USE AGREEMENT."

Terminal Rents and User Fees

The Terminal Building includes space leased exclusively by Airlines for uses such as ticket counters, offices, passenger lounges and VIP clubs, but the majority of the space within the Terminal Building constitutes common use or preferential use space, including concourses and passenger hold rooms. An Airline using either exclusive use space, preferential use or common use space in the Terminal Building must pay rents and user fees calculated in accordance with the methodology established by resolution of the Board. Consistent with the cost-based, equalized rate setting methodology mentioned above, the Aviation Department uses a blended or equalized rate approach for determining terminal rents and user fees. This means that each Airline pays the same rate for a particular class of property regardless of its location within the Terminal Building. Under the 2018 AUA, the holdroom area associated with a Preferential Use Gate is charged on a standardized per square foot basis to the carrier with the preferential use rights to the gate along with a proportionate share of post-security passenger circulation space.

Airlines requiring exclusive use space in the Terminal Building have entered into separate five-year Terminal Building Lease Agreements ("TBLAs") covering their rights and obligations regarding the use of such space. Each TBLA grants the tenant two lease rights: (1) the general right to occupy undesignated space in the Terminal Building

that is appropriate for the airline tenant's aeronautical needs, and (2) the airline's specific right to lease the designated Terminal Building premises identified in the TBLA. The TBLA is on a month-to-month term not to exceed five years for the specifically designated portion of the Terminal Building, with either party having the right to cancel the lease for such specific space on 30 days' notice. The month-to-month lease term for specifically identified Terminal Building space permits the Airport and the airline tenant to have maximum flexibility by permitting the airline to increase, decrease or abandon its leased space area depending on the airline's operating requirements, and by allowing the Airport to relocate the airline to a different location if the Airport's needs require it. As a result, under both the terms of the TBLA that allow an airline to terminate the lease on 30 days' notice and the terms of the 2018 AUA that obligates an Airline to pay landing and Aviation Fees only for so long as it uses the Airport, an MIA air carrier may discontinue its operations at the Airport without substantial financial penalty.

Reserve Account

The Trust Agreement provides for the maintenance of a common Reserve Account to secure payment of all Bonds Outstanding under the Trust Agreement and requires the County to make deposits to the Reserve Account until the amounts on deposit therein (including amounts available under any Reserve Facilities) equal one-half of the maximum annual Principal and Interest Requirements for any Fiscal Year thereafter on all Bonds then Outstanding (the "Reserve Account Requirement"). The Trust Agreement further provides that upon the delivery of Additional Bonds, the increase, if any, in the Reserve Account Requirement may be funded from proceeds of such Additional Bonds or from monthly deposits to the Reserve Account, which are required to be made in an amount equal to 1/60th of the Reserve Account Requirement, until the Reserve Account Requirement is met. If the required deposit to the Reserve Account is being satisfied by the reinstatement of any amount drawn under a Reserve Facility, the Trust Agreement requires the County to pay to the provider thereof such amount as shall be required to cause the provider to reinstate no less than the required deposit for such month.

Moneys held for the credit of the Reserve Account shall be used for the purpose of paying interest on the bonds and maturing principal of serial bonds whenever and to the extent that the moneys held for the credit of the Bond Service Account shall be insufficient for such purpose, and immediately following the use of such moneys for the payment of such interest and principal for the purpose of making up any prior deficiencies in deposits to the credit of the Redemption Account pursuant to the requirements of the Trust Agreement whenever and to the extent that the moneys in the Revenue Fund are insufficient for such purpose. If at any time the moneys held for the credit of the Reserve Account shall exceed the Reserve Account Requirement, such excess shall be transferred by the Trustee to the credit of the Redemption Account or withdrawn by the Trustee and deposited with the Co-Trustee to the credit of the Improvement Fund as may be specified in a certificate signed by the Director or the Officer or officers of the County duly designated by the Director for such purpose and filed with the Trustee and the Co-Trustee.

Notwithstanding the foregoing, in lieu or in satisfaction of any required deposit into the Reserve Account or in substitution for all or a portion of the amounts on deposit, the County may cause to be deposited into the Reserve Account a Reserve Facility for the benefit of the holders of the Bonds, provided that prior to the deposit of a Reserve Facility into the Reserve Account, the Board shall adopt a resolution fixing, or providing for the fixing of, all details with respect to such Reserve Facility and draws thereunder. Any such Reserve Facility shall be available to be drawn (upon the giving of notice as required thereunder) on any payment date on which a deficiency exists for payment of the Bonds, which deficiency is payable from the Reserve Account and which cannot be cured by monies in the Reserve Account or any other Fund or Account held pursuant to the Trust Agreement and available for such purpose. If any such Reserve Facility is substituted for monies on deposit in the Reserve Account, the excess monies in the Reserve Account shall be applied to satisfy any deficiency in any of the Funds and Accounts, and any remaining balance shall be deposited with the Trustee to the credit of the Improvement Fund. If a disbursement is made from a Reserve Facility, the County shall be obligated, in accordance with the provisions of the Trust Agreement, to either (i) reinstate such Reserve Facility, (ii) deposit monies in the Reserve Account, or (iii) undertake a combination of such alternatives. See "-- Funds and Flow of Funds" below.

In the event the Reserve Account is at any time funded with more than one Reserve Facility, any required draw under such Reserve Facilities shall be made on a pro-rata basis; provided, however, that if at the time of such draw the Reserve Account is only partially funded with one or more Reserve Facilities, prior to drawing on such facilities, there shall first be applied any cash and securities on deposit in the Reserve Account and, if after such application a deficiency exists, the Trustee shall make up the deficiency by drawing on such facilities as described in

this paragraph. Amounts drawn or paid under a Reserve Facility shall be reimbursed to the provider in accordance with the terms and provisions of the reimbursement or other agreement governing such facility entered into between the County and such provider.

The Trust Agreement requires that any Reserve Facility must be with a provider rated on the date of deposit of such facility into the Reserve Account in one of the two highest rating categories (without regard to any gradations in such categories) of a nationally recognized rating agency (the "Threshold"). Upon the issuance of the Series 2024 Bonds, the Reserve Facilities remaining on deposit in the Reserve Account that are below the Threshold (the "Deficient Reserve Facilities") will be excluded from the calculation of the Reserve Account Requirement until such Deficient Reserve Facilities are upgraded to the Threshold. In the event such Deficient Reserve Facilities meet the Threshold, the County shall withdraw cash from the Reserve Account to the extent of any excess above the Reserve Account Requirement. Such excess shall be transferred by the Trustee to the credit of the Redemption Account or withdrawn by the Trustee and deposited with the Co-Trustee to the credit of the Improvement Fund as may be specified in a certificate signed by the Aviation Director and filed with the Trustee and the Co-Trustee in accordance with the Trust Agreement.

Upon the issuance of the Series 2024 Bonds and the refunding of the Refunded Bonds, the Reserve Account Requirement for all Bonds Outstanding is \$197,863,869.95. The actual amounts and the values of Reserve Facilities credited to the Reserve Account Requirement are set forth in the table below, together with cash and investments held in the Reserve Account in order to meet the Reserve Account Requirement.

**Reserve Account Surety Policies and Cash and Investments
Held to Meet Reserve Account Requirement
as of July 17, 2024**

Provider	Expiration Date	Surety Amount	Value Credited to the Reserve Account Requirement
Assured Guaranty Municipal Corp.	10/1/2036	\$15,126,564	\$15,126,564
Financial Guaranty Insurance Corporation ⁽¹⁾	10/1/2035	7,156,087	0
Financial Guaranty Insurance Corporation ⁽¹⁾	10/1/2037	6,897,438	0
CIFG Assurance North America, Inc. ⁽²⁾	10/1/2038	3,332,670	3,332,670
Syncora Guarantee, Inc. ⁽¹⁾	10/1/2040	8,278,287	0
Assured Guaranty Corp.	10/1/2038	6,802,095	6,802,095
Assured Guaranty Municipal Corp.	10/1/2041	8,836,139	8,836,139
Total Value Credited to the Reserve Account Requirement ⁽¹⁾			\$34,097,468
Cash and Market Value of Investments			172,301,503
Total			\$206,398,971

⁽¹⁾ The value of the Reserve Facilities provided by Financial Guaranty Insurance Corporation and Syncora Guarantee, Inc. has been excluded from the total value of the Reserve Facilities credited to the Reserve Account Requirement due to such providers' credit ratings falling below the required Threshold. As a result, the aggregate value credited to the Reserve Account Requirement from Reserve Facilities as of the date of this Official Statement, is \$34,097,468, rather than the aggregate face amount of the Reserve Facilities of \$56,429,279.80. However, the County still expects to draw on these surety policies, if necessary.

⁽²⁾ On or about July 5, 2016, CIFG Holding Inc., the parent company of CIFG Assurance North America, Inc. merged with and into Assured Guaranty Corp. As a result, the referenced Reserve Facility is now a direct insurance obligation of Assured Guaranty Corp. and is included in the total value of the Reserve Facilities credited to the Reserve Account Requirement, as the credit rating of Assured Guaranty Corp. is above the required Threshold.

Monies on deposit to the credit of the Reserve Account shall, as nearly as may be practicable, be invested and reinvested by the Trustee, at the direction of the County, in Authorized Investments which shall mature, or which shall be subject to redemption by the holder thereof at the option of such holder, not later than 15 years after the date of such investment.

Issuance of Additional Bonds

The County may issue aviation revenue bonds pursuant to the Trust Agreement, on a parity basis with Bonds Outstanding under the Trust Agreement, at any time or times for the purpose of, among other things, paying all or part of the cost of any additional Improvements or Projects or any portions thereof, including the payment of any notes or other obligations of the County or the repayment of any advances made from any source to temporarily finance such cost ("Additional Bonds"). Such Additional Bonds may not be issued unless, among other things:

(i) the proceeds (excluding accrued interest) of such Additional Bonds to be applied to the cost of the Improvements or Project or portions thereof to be financed in whole or in part by the issuance of such Additional Bonds, at the purchase price to be paid therefor, together with the other funds which have been or will be made available for such purpose as set forth in the certificate of the Aviation Director required by the Trust Agreement, shall be not less than the total cost of the Improvements or Project or portions thereof to be financed in whole or in part by the issuance of such Additional Bonds as estimated by the Consulting Engineers in the statement required by the Trust Agreement, and

(ii) either, (a) the percentage derived by dividing (1) the amount of Net Revenues (which may be adjusted as described in the Trust Agreement) for any period of 12 consecutive calendar months selected by the County out of the 18 calendar months immediately preceding the date of the certificate of the Aviation Director required by the Trust Agreement by (2) the largest amount of the Principal and Interest Requirements for any succeeding Fiscal Year on account of all Bonds previously issued under the Trust Agreement and then outstanding and the Additional Bonds then requested to be authenticated and delivered shall not be less than 120%, or (b) the percentage derived by dividing (1) the amount of annual Net Revenues in each of the five Fiscal Years immediately following the date of a statement of the Traffic Engineers estimating the annual Net Revenues for the applicable five Fiscal Years or, if interest on the Additional Bonds then requested to be authenticated and delivered is to be paid from proceeds of such Additional Bonds, in each of the five Fiscal Years immediately following the last date on which interest on such Additional Bonds is to be paid from proceeds of such Additional Bonds, by (2) the amount of Principal and Interest Requirements for each of such Fiscal Years, shall not be less than 120%, and

(iii) the amount to the credit of the Reserve Account in the Sinking Fund (including amounts available under any Reserve Facilities) shall be not less than the amount then required to be on deposit to the credit of the Reserve Account under the Trust Agreement.

The County may issue Additional Bonds under the Trust Agreement for completion of a Project being financed by a Series of Bonds without satisfying the above-described financial test if proceeds of such Series of Bonds issued for such Project are insufficient to complete such Project. See "APPENDIX B – SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT – Issuance of Additional Bonds" for a more complete discussion of the issuance of Additional Bonds.

Issuance of Refunding Bonds

The County may issue aviation revenue bonds pursuant to the Trust Agreement payable on a parity basis with Bonds Outstanding under the Trust Agreement to refund all or a portion of the Bonds of any Series Outstanding under the Trust Agreement or certain other obligations (the "Refunding Bonds"). Conditions for the issuance of Refunding Bonds include, among others, a requirement that either: (1) the total Principal and Interest Requirements for the Refunding Bonds during their term is less than the total Principal and Interest Requirements for the Bonds to be refunded during their term; (2) the percentage derived by dividing (a) the Net Revenues for the relevant Computation Period by (b) the maximum amount of Principal and Interest Requirements for any succeeding Fiscal Year on account of all Bonds theretofore issued under the provisions of the Trust Agreement and then Outstanding (other than the refunded Bonds) and the proposed Refunding Bonds, as set forth in a certificate of the Aviation Director, approved by the Traffic Engineers as to (a) above to the extent of any adjustment to Net Revenues and approved by the Trustee as to item (b) above, shall not be less than 120%; or (3) the percentages derived by dividing (a) the estimated amount of annual Net Revenues in each of the five Fiscal Years immediately following delivery of the Refunding Bonds (such Net Revenues to be determined from the Revenues and Current Expenses as estimated by the Traffic Engineers in a statement signed by the Traffic Engineers) by (b) the amount of the Principal and Interest Requirements for each of such five Fiscal Years on account of all Bonds theretofore issued under the provisions of

the Trust Agreement and then Outstanding (other than the refunded Bonds) and the proposed Refunding Bonds, as set forth in a certificate of the Aviation Director, shall not, in each such year, be less than 120%. See "APPENDIX B – SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT – Issuance of Refunding Bonds" for a more complete discussion of the requirements for the issuance of Refunding Bonds.

The Series 2024 Bonds are being issued as Refunding Bonds under the Trust Agreement.

Funds and Flow of Funds

The Trust Agreement provides for the following funds and accounts:

- (i) Construction Fund;
- (ii) Revenue Fund;
- (iii) Sinking Fund, including Bond Service Account, Reserve Account and Redemption Account;
- (iv) Reserve Maintenance Fund; and
- (v) Improvement Fund.

The amounts held in such Funds and Accounts are pledged to secure the holders of the Bonds until paid out or transferred as provided in the Trust Agreement.

The Trust Agreement provides for all Revenues to be collected by the County and deposited with the Co-Trustee to the credit of the Revenue Fund and to be held, invested and disbursed in accordance with the Trust Agreement.

Monies in the Revenue Fund are to be applied first to the payment of Current Expenses as the same become due and payable in accordance with the Annual Budget for each Fiscal Year, subject to covenants of the County in the Trust Agreement that such expenditures are incurred in maintaining, repairing and operating Port Authority Properties.

It shall be the duty of the Co-Trustee on or before the 20th day of each month to withdraw from the Revenue Fund all moneys held for the credit of said Fund on the last day of the preceding month less an amount (to be held in said Fund as an operating reserve for Current Expenses) equal to twenty percent (20%) of the amount shown by the Annual Budget (it being noted that the County complies with the provision by currently budgeting 17% of its budgeted Current Expenses as an Operating Reserve) to be necessary for Current Expenses for the current fiscal year or such lesser percentage as the Board shall by resolution designate, and remit the sum so withdrawn to the Trustee and the Trustee shall thereupon deposit such sum to the credit of the following Accounts or Funds in the following order:

(i) with the Trustee to the credit of the Bond Service Account an amount equal to 1/6th of the amount of interest payable on all bonds of each Series issued pursuant to the Trust Agreement on the interest payment date next succeeding and (beginning with the twelfth month preceding the first maturity of any serial bonds of a Series) an amount equal to 1/12th of the next maturing installment of principal of such serial bonds;

(ii) with the Trustee to the credit of the Redemption Account an amount equal to 1/12th of the Amortization Requirement, if any, for such fiscal year for any term bonds of each Series then Outstanding, plus an amount equal to 1/12th of the premium, if any, which would be payable on the redemption date with respect to such Amortization Requirement if such principal amount of bonds should be redeemed on such date from monies in the Sinking Fund;

(iii) with the Trustee to the credit of the Reserve Account an amount equal to 1/60th of the Reserve Account Requirement until the Reserve Account Requirement (including amounts available under any Reserve Facilities) is met; provided, however, that no such deposit under this clause shall be made in any month if the amount then to the credit of the Reserve Account (including amounts available under any Reserve Facilities) shall be equal to.

the Reserve Account Requirement or in excess of such amount as may be required to make the amount then to the credit of the Reserve Account (including amounts available under any Reserve Facilities) equal to the Reserve Account Requirement; and provided, further, that if the required deposit to the Reserve Account is being satisfied by the reinstatement of any amount drawn under a Reserve Facility, there shall be paid to the provider thereof such amount as shall be required to cause the provider to reinstate no less than the required deposit for such month;

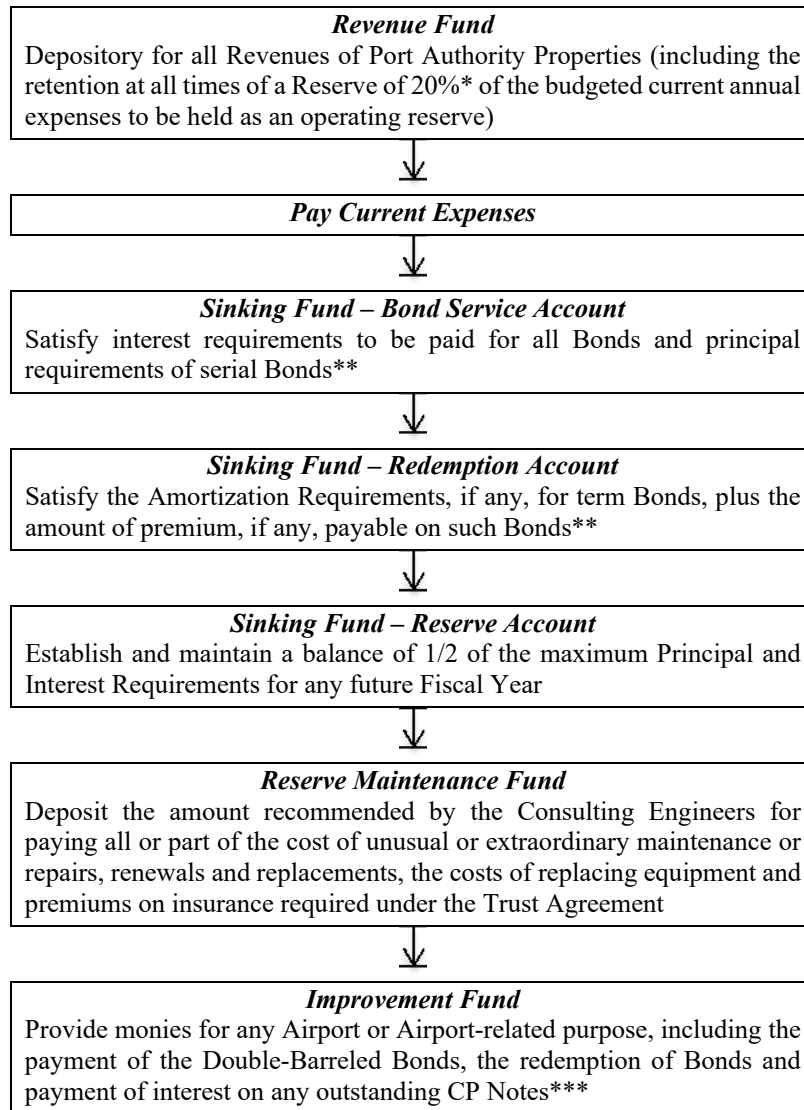
(iv) with the Co-Trustee to the credit of the Reserve Maintenance Fund such amount as may be required to make the amount deposited during the then current fiscal year to the credit of said Fund equal to the amount recommended by the Consulting Engineers, as provided in the Trust Agreement, to be deposited to the credit of said Fund during the then current fiscal year or such greater amount as may from time to time be directed by the Director in writing to the Co-Trustee; provided, however, if the Annual Budget of Capital Expenditures for such fiscal year should be amended or supplemented, the amount to be so deposited shall be increased or decreased as shall be necessary to provide the amount recommended in the Annual Budget of Capital Expenditures as the same shall be amended or supplemented; and

(v) with the Co-Trustee to the credit of the Improvement Fund the balance, if any, remaining after making the deposits under sections (i) through (iv) above; provided, that the County may by resolution direct the Trustee to deposit all or any part of such balance with the Trustee to the credit of the Redemption Account.

If the amount so deposited in any month to the credit of any Account mentioned in clauses (i), (ii), and (iii) above shall be less than the required amount, the requirement therefor shall nevertheless be cumulative and the amount of any deficiency in any month shall be added to the amount otherwise required to be deposited to the credit of any such Fund or Account in each month thereafter until such time as such deficiency shall be made up. See "APPENDIX B – SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT."

[Remainder of page intentionally left blank]

The chart below summarizes the application of Revenues under the Trust Agreement.



Note: * The Trust Agreement authorizes the Board to designate a lesser percentage by resolution. Currently, the Board budgets 17% of the budgeted current expenses as an operating reserve.

** Requirements payable from Revenues may be reduced to the extent such requirements are satisfied from other sources outside the Trust Agreement (e.g., PFCs) set aside and deposited into the Bond Service Account or Redemption Account for such purpose.

*** Certain monies are transferred annually from the Improvement Fund to the Revenue Fund pursuant to the terms of the 2018 AUA. Such transferred deposits to the Revenue Fund are treated as Revenues under the Trust Agreement.

[Remainder of page intentionally left blank]

CERTAIN INVESTMENT CONSIDERATIONS

Payment of the Series 2024 Bonds is dependent on the collection of Net Revenues in an amount sufficient to pay debt service on the Series 2024 Bonds and all other Outstanding Bonds. Net Revenues consist of all Revenues of the Port Authority Properties in excess of Current Expenses, all as defined in the Trust Agreement. Accordingly, payment of debt service on the Series 2024 Bonds depends on the sufficiency of Revenues generated by the Airport and other Port Authority Properties.

This section provides a general overview of certain investment considerations that should be taken into account, in addition to the other matters set forth in this Official Statement, in evaluating an investment in the Series 2024 Bonds and the sufficiency of the Revenues expected to be generated by the Airport and other Port Authority Properties. This section is not meant to be a comprehensive or definitive discussion of the risks associated with an investment in the Series 2024 Bonds, and the order in which this information is presented does not necessarily reflect the relative importance of the investment considerations. Potential investors in the Series 2024 Bonds are advised to consider the following factors, among others, and to review this entire Official Statement to obtain information essential to the making of an informed investment decision. Any one or more of the investment considerations discussed below, among others, could lead to a decrease in the market value and/or the marketability of the Series 2024 Bonds. There can be no assurance that other investment considerations not discussed herein will not become material in the future.

Factors Affecting Air Transportation Industry

The generation of Revenues is heavily dependent on the volume of the commercial flights, the number of passengers, and the amount of cargo processed at the Airport. All three are dependent upon a wide range of factors including: (1) local, national and international economic conditions, including international trade volume, (2) regulation of the airline industry, (3) passenger reaction to disruptions and delays arising from security concerns and government shutdowns, (4) airline operating and capital expenses, including security, labor and fuel costs, (5) environmental regulations, (6) the capacity of the national air traffic control system, (7) currency values, (8) worldwide infectious diseases (e.g., Ebola, SARS and COVID-19) and (9) aircraft shortages. With the globalization of business and the increased importance of international trade and tourism, the U.S. economy has become more closely tied to worldwide economic, political and social conditions. As a result, international economics, trade balances, currency exchange rates, political relationships, and hostilities all influence passenger traffic at major U.S. airports. Concerns about hostilities and other perceived security and public health risks also affect travel demand to particular international destinations. Traffic at the Airport is also sensitive to growth in population and fluctuations in the local economy of the area served by the Airport. Concerns about hostilities, terrorist attacks and other perceived security and public health risks, including pandemics and associated travel restrictions also affect travel demand to and from particular destinations.

American Airlines

American Airlines is the predominant carrier at the Airport. Including the operation of its affiliate, Envoy Air, Inc., which operates under American Eagle, as Envoy, is one of many American Eagle carriers, American Airlines accounted for approximately 63.3% and 60.4% of the enplaned passengers at the Airport and approximately 36.7% and 34.8% of Airport revenues during the 12-month periods ended September 30, 2022, and September 30, 2023, respectively. For the 6-month periods ended March 31, 2023, and March 31, 2024, American Airlines accounted for approximately 60.2% and 59.6% of the enplaned passengers at the Airport and approximately 33.2% and 31.8% of Airport revenues, respectively. When an airport has a sizeable market share accounted for by a single airline, there is risk associated with the potential that such airline could reduce or discontinue service. The County cannot predict what effect any future reduction or discontinuation of service by American Airlines would have on the Airport. However, while the County cannot predict what will happen in the future, the County does not currently expect any such reduction or discontinuation of service.

American Airlines was founded in 1930 as American Airways and renamed American Airlines in 1934. The company is the principal wholly owned subsidiary of American Airlines Group Inc. ("AAG"), formerly known as AMR Corporation ("AMR"). American Airlines has hubs in Charlotte, Chicago, Dallas/Fort Worth, Los Angeles, Miami, New York, Philadelphia, Phoenix and Washington, D.C. As of December 31, 2023, American Airlines

estimated operating 965 mainline aircraft and 556 regional aircraft. American Airlines is supported by AAG's wholly-owned regional airline subsidiaries and third-party regional carriers operating as American Eagle and together offer an average of nearly 6,700 flights per day to nearly 350 destinations in more than 50 countries. American Airlines is a founding member of the oneworld® alliance, whose members and members-elect serve nearly 1,000 destinations with 14,250 daily flights to over 150 countries and territories. American Airline's cargo division provides a wide range of freight and mail services, with facilities and interline connections available across the globe.

The following information regarding American Airlines' financial results of operations has been derived from AAG's filings with the SEC, including its filing on (1) Form 10-K of the audited consolidated financial results of AAG for the calendar year ended December 31, 2023, (2) Form 10-Q of the unaudited consolidated financial results of AAG for the three months ended March 31, 2024, and (3) Form 8-K filed on January 25, 2024. See "CONTINUING DISCLOSURE – Airline Disclosure."

For the twelve months ended December 31, 2023, AAG reported operating income of \$3.034 billion versus \$1.607 billion reported for the twelve months ended December 31, 2022. In addition, as of December 31, 2023, AAG had approximately \$10.4 billion in total available liquidity, consisting of \$7.6 billion in unrestricted cash and short-term investments and \$2.9 billion in total undrawn capacity under revolving credit and other short-term facilities.

For the three months ended March 31, 2024, AAG reported an operating loss of \$312 million versus operating income of \$1.723 billion reported for the three months ended March 31, 2023. In addition, as of March 31, 2024, AAG had approximately \$11.5 billion in total available liquidity, consisting of unrestricted cash and short-term investments of \$8.3 billion, \$3.2 billion in undrawn capacity under revolving credit and other facilities.

AAG files annual reports on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K and certain other reports and information with the Securities and Exchange Commission (the "SEC"). Copies of the reports and other information filed with the SEC can be obtained in electronic form on the SEC website at: <http://www.sec.gov/edgar.shtml>. In addition, copies of the SEC records can be obtained using the following methods to contact the Office of Investor Education and Advocacy: (a) submit the online form on the SEC website, (b) send an e-mail to publicinfo@sec.gov, (c) send a fax to (202) 772-9295, or (d) submit a written request to U.S. Securities and Exchange Commission, Office of Investor Education and Advocacy, 100 F Street N.E., Washington, D.C. 20549-0213.

Airline Economic Considerations

Overview

The financial strength and stability of airlines serving the Airport will affect future airline traffic. Since 2010, the U.S. passenger airlines have been able to generate a positive pre-tax profit except for 2020 and 2021 due to the pandemic. In 2023, these airlines generated \$10.0 billion in pre-tax profit, which was 4.5% of total revenues. In addition, the number of aircraft seats per day at U.S. airports in the first half of 2024 will exceed the number in 2019 (pre-pandemic); 3.30 million per day in first half of 2024 versus 3.16 million per day in 2019. However, prior to 2010, the U.S. airline industry experienced 10 years of stagnation during which carriers accumulated combined losses of \$50 billion. To mitigate such losses, U.S. carriers merged, reduced their route networks and flight schedules, and negotiated with employees, lessors, and vendors to cut costs. These cost mitigation tactics have often occurred within the context of the carriers' Chapter 11 federal bankruptcy proceedings. In the last 15 years, the mega-mergers have consisted of Delta and Northwest in 2008, Southwest and AirTran in 2010 and United and Continental in 2010. American Airlines and U.S. Airways merged in December 2013 and on a lesser scale, Virgin America and Alaska Airlines merged in 2018. In July 2022, Spirit Airlines and JetBlue Airways announced their intention to merge. The merger was approved by Spirit Airlines shareholders in October 2022, however on March 14, 2023, the U.S. Department of Justice filed a lawsuit to block the proposed merger. On January 16, 2024, a federal court issued a ruling disapproving the merger under the principles of antitrust law. On March 4, 2024, JetBlue announced that the merger agreement between the two airlines had been terminated.

Fuel Costs

The price and availability of jet fuel are critical and uncertain factors affecting airline operating economics. The price of oil and the associated cost of jet fuel is the largest single cost affecting the airline industry. The volatility in jet fuel prices, which track just above crude oil prices, significantly affected airlines' operating costs over the past several years.

Fuel costs are expected to remain volatile and may affect future increases in passenger traffic, which depend on stable international conditions as well as national and global economic growth. Any resumption of financial losses could force airlines to further retrench, merge, consolidate, seek bankruptcy protection, discontinue marginal operations, or liquidate. The restructuring, merging, or liquidation of one or more of the large network airlines could drastically affect air service at many connecting hub airports, offer business opportunities for the remaining airlines, and change air travel patterns throughout the U.S. and the world aviation system.

Although fuel cost is of major importance to the airline industry, future prices and availability are uncertain and fluctuate based on numerous factors. These can include supply-and-demand expectations, geopolitical events, fuel inventory levels, monetary policies, regulatory efforts to reduce aircraft emissions and economic growth estimates. Historically, certain airlines have also employed fuel hedging as a practice to provide some protection against future fuel price increases. While fuel hedging has generally not been used by airlines in recent years, it remains as a potential option to mitigate fuel cost risk.

Aviation Safety and Security Concerns

Concerns about the safety of airline travel and effectiveness of security precautions, particularly in the context of international hostilities, terrorist attacks, increased threat levels and world health concerns may influence passenger travel behavior and airline travel demand.

In 2019, the FAA grounded all Boeing 737 MAX aircraft following two deadly crashes. The FAA concluded that similarities between the two crashes warranted further investigation of the possibility of a shared cause. Owners and operators of covered Boeing 737 MAX aircraft were required to complete certain corrective actions necessary to address the unsafe condition before further flight operations. On November 18, 2020, the FAA cleared Boeing's 737 MAX aircraft to fly passengers after such grounding.

In early January 2024, the FAA ordered the temporary grounding of Boeing 737-9 MAX aircraft operated by U.S. airlines or in U.S. territory following an incident on Alaska Airlines during which a plug door malfunctioned. On January 24, 2024, the FAA approved an inspection and maintenance process that each Boeing 737-9 MAX aircraft must undergo before being eligible to return to service. In March 2024, the FAA halted production expansion of the Boeing 737 MAX and continued its increased onsite presence at Boeing's facility and Spirit AeroSystems' facility. Future safety issues (or the perception thereof) with respect to aircraft which serve the Airport could result in reduced passenger traffic.

In July 2024, Boeing agreed to plead guilty to a felony charge of conspiring to defraud the federal government over two fatal crashes of the 737 Max in 2018 and 2019. As a result, Boeing will be put on probation for three years and the Justice Department will appoint an independent compliance monitor who will make sure that safety measures are in place and followed and will submit annual reports to the government.

Boeing has had a production slowdown as a result of the issues described above. At this time, it is uncertain what the long-term impact will be for airlines and airports. Southwest and United Airlines are the carriers most exposed to Boeing's production issues. For the six-month period ending March 31, 2024, Southwest and United Airlines accounted for 2.91% and 3.52%, respectively, of enplanements at the Airport.

Aviation industry supply chain issues are also impacting the airline industry, including, but not limited to, engines, airframes and other parts. At this time, it is uncertain when such supply chain issues will resolve.

Airline Bankruptcies

Airlines using the Airport may file for protection under U.S. or foreign bankruptcy laws, and any such airline (or a trustee on its behalf) would usually have the right to seek rejection of any executory airport lease or contract within certain specified time periods after the filing, unless extended by the bankruptcy court. In addition, during the pendency of a bankruptcy proceeding, a debtor airline using the Airport typically may not, absent a court order, make any payments to the Aviation Department either on account of services provided to the airline prior to the bankruptcy filing date or the airline's use of airport facilities prior to the bankruptcy filing date (such services or use being referred to as "pre-petition" items). Thus, the Aviation Department's stream of payments from a debtor airline may be interrupted to the extent such payments are for pre-petition items, including any accrued rent, Landing Fees, aviation fees, and PFCs. For any domestic or foreign airline not intending to continue operating at MIA, the airline will likely reject all contracts with the Airport, and the Airport's recovery of amounts owed to it under the contracts prior to the filing date will typically be limited to the security deposits on hand for that airline and the percentage distribution of the airline's assets that all creditors receive at the conclusion of the bankruptcy proceeding.

On the other hand, an airline in bankruptcy that plans to continue operating at MIA will not typically reject its terminal building leases (the "TBLAs") or its current AUA (see "SECURITY FOR THE SERIES 2024 BONDS-- Airline Use Agreement") because there is no economic advantage in doing so. A bankrupt company usually rejects executory leases and contracts to avoid long-term commitments in the documents, unusual contract terms, or high fixed fees. However, all TBLAs (i) are on a month-to-month basis, (ii) have standard terms, and (iii) are based on standardized fees applicable to all airlines. In turn, the 2018 AUA (a) sets forth the conditions under which an airline can operate at the Airport and have the same terms for all airlines, (b) contains a highly advantageous credit program that permits airlines to pay landing and other fees on a monthly basis rather than on a daily basis each time an aircraft lands at the Airport, and (c) imposes a 50% administrative charge on landing and aviation fees for airlines signatory to the 2018 AUA nor participating in the credit program. For all these reasons, an airline in bankruptcy that plans to continue operations at the Airport at the same level of activity would have little economic incentive to reject either its TBLA or its AUA. In regard to the PGUA, a Signatory Airline will be required to pay the PGUA fees until the closest release date regardless of usage unless it rejects the PGUA as part of its bankruptcy actions or the Aviation Department elects to recapture any of the carrier's Preferential Use Gates based upon underutilization of the gates.

Moreover, the County has the statutory and regulatory right to impose such fees on the airline regardless of any contractual arrangement with the airline, so the airline must always pay the post-petition rentals and landing and aviation fees for actual use of the Airport regardless of whether or not it has rejected the TBLA or AUA. There can be no assurance, however, that an airline in bankruptcy will not seek to avoid its contractual obligations under its TBLA or AUA. See "SECURITY FOR THE SERIES 2024 BONDS – Airline Use Agreement" and "APPENDIX C – SUMMARY OF CERTAIN PROVISIONS OF THE 2018 AIRLINE USE AGREEMENT AND THE PREFERENTIAL GATE USE AGREEMENT."

For a description of the possible effects of airline bankruptcies on PFC collections see below "PFC Collections – Possible Bankruptcy Effects."

Additional Information on Airlines

Certain of the Signatory Airlines under the 2018 AUA and other airlines operating at the Airport (or their respective parent corporations) file reports and other information with the Securities and Exchange Commission (SEC). These filings are collectively referred to as the "SEC Reports." Certain information, including financial information, as of particular dates, concerning each such airline (or their respective parent corporations) is included in the SEC Reports. These SEC Reports can be found on the SEC website, <https://www.sec.gov/search/search.htm>.

In addition, each Signatory Airline and certain other airlines are required to file periodic reports of financial and operating statistics with the United States Department of Transportation ("U.S. DOT"). Such reports can be inspected at the following location: Research and Innovative Technology Administration, U.S. Department of Transportation, 1200 New Jersey Avenue, SE, Washington, DC 20590 or at <https://www.bts.gov/> and copies of such reports can be obtained from the Department of Transportation at prescribed rates. The foreign airlines also provide certain information concerning their operations and financial affairs, which may be obtained from the respective airlines.

The Federal Budget and Sequestration

Another factor that has affected the industry in the last several years is the federal deficit reductions enacted through implementation of the sequestration provisions of the Budget Control Act of 2011 ("BCA"), which established automatic cuts to the federal legislation's discretionary budget authority based upon certain spending thresholds. The sequestration provisions were first triggered in 2013, cutting the budgets of federal agencies, including the FAA, Customs and Border Patrol Agency ("CBP") and Transportation Security Administration ("TSA"). While reductions have continued in some form in every year since, Congress has acted several times to prevent "sequester" cuts to discretionary programs by lifting the discretionary spending caps. The most recent of these actions was the Fiscal Responsibility Act of 2023 (the "FRA"), which set spending caps for federal fiscal years 2024 and 2025 and should prevent automatic discretionary sequester cuts for these two years.

Per the Congressional Budget Office, federal agencies will not have to cut their spending because of sequestration in fiscal 2024. Should sequestration be triggered in fiscal 2025 (i.e., exceed the increased spending caps), it could adversely affect FAA, CBP and TSA budgets and operations and the availability of certain federal grant funds typically received annually by the Airport System. Such budget cuts could also lead to the FAA, CBP and TSA being forced to implement furloughs of their employees and freeze hiring and could result in flight delays and cancellations.

Agreement with Customs and Border Patrol Agency

As part of sequestration in 2013, CBP's budget was reduced, causing CBP to lower overtime staffing, which resulted in significant increases in international arriving passenger processing times (up to 3-4 hours) at a number of U.S. gateway airports, including MIA. In reaction to this staff reduction, U.S. gateway airports, including MIA, implemented a number of solutions that lessened the wait times for international passengers, including directly paying for CBP overtime and installing Automated Passport Control ("APC") kiosks that assist with processing passengers through customs. During Fiscal Year 2014, the Aviation Department entered into an agreement with CBP under the provisions of Section 560 of Division D of the federal Consolidated and Further Continuing Appropriations Act of 2013 ("Section 560"), for CBP services on a reimbursable basis. Under this agreement, the Aviation Department has paid CBP a total of \$6.2 million over the past five years. Subsequently, the Aviation Department entered into a new agreement for CBP services effective October 1, 2018, pursuant to Section 559 of Title V of Division F of the federal Consolidated Appropriations Act, 2014. The Aviation Department has paid CBP a total of \$4.2 million over the past five fiscal years under this program. The Fiscal Year 2024 adopted budget includes \$2.5 million for CBP services and the proposed Fiscal Year 2025 budget includes \$4.5 million.

In December 2017 MIA reopened its E-Federal Inspection Station processing international arriving passengers utilizing facial recognition. In calendar year 2019 MIA processed a total of 283,000 passengers utilizing facial recognition. This was the first Federal Inspection Station in the United States to process all of its arriving passengers with the use of this new technology. By October 27, 2020, all APC kiosks were completely removed from both FIS D and FIS J. Currently, both Federal Inspection Stations located in Concourses D and J process all international arriving passengers with facial recognition technology.

PFC Collections

General

Pursuant to federal authorization, the Airport collects PFCs on each qualifying enplaned passenger. The Airport currently collects a PFC of \$4.50 per enplaned passenger, subject to certain exceptions. The applicable airline collects the PFCs and remits them monthly to the Airport net of a \$0.11 per PFC administrative charge. PFCs are not included in Net Revenues and are not pledged to the payment of the Bonds.

PFCs constitute a substantial portion of revenues collected by the Aviation Department, providing \$55.9 million, \$96.7 million and \$100.9 million for the Fiscal Years ended September 30, 2021, 2022, and 2023, respectively. Collections for the six-months periods ending on March 31, 2023, and March 31, 2024, were \$49.6 million and \$53.4 million, respectively. Such collections are subject to federal regulation and control, and their volume

is affected by the economic and other conditions affecting passenger volume at the Airport. See "FUNDING SOURCES FOR CAPITAL PROJECTS – Passenger Facility Charges."

Use of PFCs; Rate Covenant

PFCs provide a portion of the funding for the CIP, including terminal construction. Also, while PFCs do not constitute Revenues under the Trust Agreement and are therefore not pledged to the payment of the Bonds, the Aviation Department anticipates continuing its practice of depositing PFC revenues into the Sinking Fund's Bond Service Account and Redemption Account each year to reduce the Principal and Interest Requirements on the Bonds. Such deposits effectively reduce the amount of Revenues that must be collected to comply with the rate covenant under the Trust Agreement. Failure to make such deposits as aforesaid may result in an increase in the airlines' costs per enplaned passenger. See "SECURITY FOR THE SERIES 2024 BONDS – Rate Covenant" and "FUNDING SOURCES FOR CAPITAL PROJECTS – Passenger Facility Charges."

Possible Bankruptcy Effects

Applicable federal legislation and regulations provide that PFCs collected and held by an airline constitute a trust fund for the benefit of the applicable airport and create additional protections intended to ensure the regular transfer of PFCs to airports in the event of an airline bankruptcy. There can be no assurance, however, that during the bankruptcy of any airline, payment to the Airport of PFCs will not be delayed or reduced.

Federal Legislation

Federal legislation affects the Airport Improvement Program (the "AIP") grant funding that the Aviation Department receives from the FAA, the Aviation Department's PFC collections, and the operational requirements imposed on the Aviation Department. The FAA operates under an authorization-appropriation process created by Congress in which the authorization bill continues an agency's operation and the appropriation bill provides the funding for the activity under the authorization bill. Most authorization bills are for multiple years while the appropriation bills are done on an annual basis. In some cases, the bills can be combined as noted below.

The FAA Reauthorization Act of 2024 (the "2024 Reauthorization Act") was signed into law on May 16, 2024. The 2024 Reauthorization Act extends general expenditure authority for the Airport and Airway Trust Fund through September 30, 2028, and extends aviation taxes funding the Airport and Airway Trust Fund for the same period. The 2024 Reauthorization Act increases appropriations for AIP to \$4 billion a year, or \$20 billion over the five-year period. The 2024 Reauthorization Act also requires the FAA to hire and train 3,000 new air traffic controllers and to use new technology designed to prevent collisions between planes on runways. It also requires airlines to pay refunds to customers for flight delays.

There is no assurance that the FAA will receive spending authorization, and the FAA could be impacted by sequestration, as previously discussed. The Airport cannot predict the level of available AIP funding it may receive.

Airport Security Requirements

General

Legislative and regulatory requirements since 2001, relating to security, have imposed substantial costs on the Airport and its airlines. The most significant ones are discussed below.

Federal legislation created the TSA, an agency within the Department of Homeland Security ("DHS"). Mandates of federal legislation and federal agencies such as TSA and DHS have imposed extensive new requirements related to screening of baggage and cargo (including explosive detection), screening of passengers, employees and vehicles, and airport buildings and structures, among other things.

The Federal Aviation and Transportation Security Act ("ATSA") makes airport security the responsibility of TSA. The Homeland Security Act of 2002 and subsequent directives issued by DHS have mandated stronger cockpit

doors on commercial aircraft, an increased presence of armed federal marshals on commercial flights, establishment of 100% checked baggage screening, among other things, and replacement of all passenger and baggage screeners with federal employees who must undergo criminal history background checks and be U.S. citizens.

ATSA also mandates airport security measures, that include: (1) screening or inspection of all individuals, goods, property, vehicles and equipment before entry into secured and sterile areas of the airport, (2) security awareness programs for airport employees, (3) screening all checked baggage for explosives with explosives detection systems ("EDS") or other means of technology approved by the Undersecretary of the United States Department of Transportation, (4) deployment of sufficient EDS for all checked baggage, and (5) operation of a system to screen, inspect or otherwise ensure the security of all cargo to be transported in all-cargo aircraft. Due to a lack of TSA funding, airports have borne some or all of the cost of designing, constructing, and installing automated in-line baggage screening systems and passenger screening checkpoints to meet the specifications that the TSA screening process requires for operation at full design capacity.

EDS equipment purchased by the federal government has been installed at the Airport. In some cases, installation of EDS equipment necessitated structural modifications to the Terminal Building. Substantially all of the costs of those modifications and the installation were borne by TSA during the initial deployment. The in-line EDS has been installed and is operational in the South Terminal and the North Terminal at an approximate cost of \$98.8 million, of which TSA funded \$74.2 million. TSA has committed \$101 million for an in-line EDS system in Central Terminal and for enhancements to the in-line EDS in the South Terminal and \$5.7 million for updates and modifications to the North Terminal check baggage handling and inspection system.

TSA also has issued additional unfunded mandates through TSA security directives including: (1) transmittal to TSA of personal information on all employees holding, applying for or renewing an airport-issued identification badge for the performance of a Security Threat Assessment ("STA") and retrieval of STA results prior to issuing badges and other forms of identification, (2) performance of inspections of all vendors and vendor products entering the sterile concourse areas of the airport, (3) reduction in the number of airport employees authorized to escort visitors in the secured areas, (4) annual audits of all airport-issued identification media, (5) the implementation of a substantive training program for all persons designated as an authorized signatory in the airport's identification media system, (6) recording and retention of personal identification media used to obtain an airport-issued identification badge and (7) continuous Criminal History Records Check ("CHRC") vetting for airport-issued identification badge holders with access to the restricted areas of the airport through the TSA/FBI Rap Back Program.

On March 23, 2024, the President signed into law, H.R. 2822, The Further Consolidated Appropriations Act, 2024 that defunded two TSA financial supportive programs effective May 1, 2024. These programs provided partial funding to airports for Law Enforcement Officer response to TSA passenger screening checkpoints and local police explosive detection canines designed to enhance security and mitigate threats within the transportation sector. Although these programs have been defunded, the services continue to be required as unfunded mandates. The annual financial impact to the Airport is approximately \$2 million. Other airport security programs have also been affected by an additional requirement for the Airport to control access at the TSA passenger screening checkpoint exit lanes during TSA non-operational hours and on a 24 hours/7 days basis for exit lanes that are not co-located to the passenger screening checkpoints. This function was previously performed by TSA personnel. Additionally, TSA has increased the rate of required random inspections of employees and vehicles accessing the restricted areas of the Airport. Thus far, the Airport has not only been able to meet but also to exceed TSA's expectations in this regard with its long-standing static and random employee screening program.

Cargo Security

Both federal legislation and TSA rules have imposed additional requirements relating to air cargo. These include providing information for a central database on shippers, extending the areas of the Airport subject to security controls, and criminal background checks on additional employees, which inhibits the ability of operators to hire temporary workers during peak periods.

TSA requires carriers to screen 100% of all loaded cargo on passenger and on all-cargo aircraft. TSA has developed a Certified Cargo Screening Program ("CCSP") for a "supply chain-wide solution" to cargo security that

will certify cargo shippers so that they are able to screen cargo earlier in the chain. The Airport currently is actively participating in the CCSP program.

TSA has also established an explosive detection canine program at the Airport dedicated to cargo screening. Currently the Airport has one of the largest TSA Canine Units in the country. The Airport has successfully met the new cargo screening requirements without significant adverse impact. The TSA, both nationally and locally, has been working with airports and carriers to develop security options that meet the regulatory mandates while minimizing the adverse effect on air cargo operations.

Costs

The Aviation Department has included in its current budget funds to deal with the costs imposed by the requirements described above. The Fiscal Year 2024 operating budget includes approximately \$28.9 million for security costs. To date, the Airport has been able to meet the additional financial burdens imposed by new security requirements, but the Aviation Department anticipates additional unfunded security directives that may impose significant costs beyond its operating budget. Such requirements may include biometric access control and the transferring of access control responsibility to the Airport at TSA passenger screening checkpoint exit lanes during checkpoint operational hours. Additionally, any elevation of the national threat advisory level would impose significant additional law enforcement and overtime costs on the Aviation Department.

Airport Competition

The Airport competes with other airports for domestic and international passengers. Fort Lauderdale-Hollywood International Airport ("FLL") is the closest competing airport, and the Airport's biggest competitor for domestic origin-destination ("O&D") passengers, i.e., those passengers that begin or end their trips at the airport rather than connecting through the airport en route to their destination. In January-March 2024, as compared to the same period of 2019, domestic capacity at the Airport is scheduled to be 49% higher for the 20 largest markets than in 2019, while FLL domestic capacity is scheduled to be 8% higher. Overall capacity is higher in 18 of the 20 largest domestic markets for the combined 2-airport South Florida region. Capacity growth at MIA is outpacing that of FLL in all but 2 of the 20 largest markets (San Francisco and Charlotte). Airlines at MIA are scheduled to have more capacity to 19 of the 20 largest markets, while at FLL, capacity is higher to 15 of the 20 largest markets.

The share of capacity (in terms of scheduled departing seats) operated by low-cost carriers ("LCCs") at MIA increased significantly from just 1% in January-March 2019 to 11% during January-March 2024. Several new LCCs began service at MIA over the past few years: Southwest (November 2020), JetBlue (February 2021), and Spirit (October 2021). Over this same time period, Frontier has also increased its capacity at MIA.

Cost and Schedule of Capital Improvements Program

The estimated costs and schedule of the CIP projects described herein under the caption "CAPITAL IMPROVEMENT PROGRAM" depend on various sources of funding, including additional bonds, and are subject to a number of uncertainties. The ability of the County to complete the CIP may be adversely affected by various factors including: (i) estimating variations, (ii) design and engineering variations, (iii) changes to the scope of the projects, (iv) delays in contract awards, (v) material and/or labor shortages, (vi) unforeseen site conditions, (vii) casualty events or adverse weather and environmental conditions, (viii) contractor defaults, (ix) labor disputes, (x) unanticipated levels of inflation and (xi) additional security improvements and associated costs mandated by the federal government. A delay in the completion of certain projects under the CIP could delay the collection of revenues in respect to such projects, increase costs for such projects, and cause the rescheduling of other projects. There can be no assurance that the cost of construction of the CIP projects will not exceed the currently budgeted dollar amount or that the completion of the projects will not be delayed beyond the currently projected completion dates. Any schedule delays or costs increases could result in the need to issue additional bonds beyond those currently projected as a funding source for the CIP projects.

Growth of Transportation Network Companies

A significant source of non-airline revenues is generated from ground transportation activity, including use of on-Airport parking facilities, rental car transactions, trip fees paid by taxi, limousine, and transportation network companies such as Uber and Lyft ("TNCs") that connect paying passengers with drivers who provide the transportation using their own commercial and non-commercial vehicles. In 2016, the Airport negotiated licenses with Uber and Lyft that have since been extended on a month-to-month basis by the Airport. The Airport currently receives \$2.00 per TNC passenger pickup at the Airport. There is currently no drop off fee.

The introduction of TNCs at the Airport initially led to declines in the revenues that the Airport receives from other ground transportation activities. Such declines were offset to a certain extent by revenues received from the TNC operators. Currently, all ground transportation revenue activities continue to grow.

Peer-to-Peer Car Sharing Rental Activities

The County is aware that certain companies are making vehicles available to Airport travelers under a peer-to-peer car sharing platform. Turo operates under a pilot permit at the Airport. Currently, the County is processing a bid waiver agreement with Turo to continue operations. Turo pays MIA 10% of the revenues generated.

The operation of peer-to-peer car sharing companies at the Airport could lead to declines in the revenues that the Airport receives from other ground transportation activities. However, the County expects any such declines will be offset to a certain extent by revenues received from the peer-to-peer car sharing companies pursuant to a revenue sharing agreement.

Cyber-Security

Computer networks and systems used for data transmission and collection are vital to the efficient operations of the County and Aviation Department. County systems provide support to departmental operations and constituent services by collecting and storing sensitive data, including intellectual property, security information, proprietary business process information, information applying to suppliers and business partners, and personally identifiable information of customers, constituents, and employees. The secure processing, maintenance and transmission of this information is critical to departmental operations and the provision of citizen services. Increasingly, entities in every sector are being targeted by cyberattacks seeking to obtain confidential data or disrupt critical services. A rapidly changing cyber risk landscape may introduce new vulnerabilities that attackers/hackers can exploit in attempts to effect breaches or service disruptions. Employee error and/or malfeasance may also contribute to data loss or other system disruptions. Any such breach could compromise networks and the confidentiality, integrity and availability of systems and the information stored there. The potential disruption, access, modification, disclosure or destruction of data could result in interruption of the efficiency of County commerce, initiation of legal claims or proceedings, liability under laws that protect the privacy of personal information, regulatory penalties, disruptions in operations and the services provided, and the loss of confidence in operations, ultimately adversely affecting County revenues. The County has established a dedicated Enterprise Security Office tasked with the protection of County digital assets through a defense in depth approach to risk and vulnerability mitigation, implementation of policy and compliance standards and cyber incident response capabilities.

Airport operations at the Aviation Department have relied on technological solutions to create an efficient, effective, and safe environment for air and cargo movement. Digital transformation has allowed the Aviation Department to offer better services to the traveling public, enhance capacity, improve safety, and increase operational efficiency. However, increased reliance on digital solutions also increases the Aviation Department's exposure to cybersecurity threats or other adverse cyber or software-related incidents that could disrupt operations, not only at the Port Authority Properties, but also throughout the entire air transport industry.

Cybersecurity is the responsibility of the entire Aviation Department and effective cybersecurity defense relies on the support of everyone on the Aviation Department's management team. Physical threats also pose a danger to maintaining the availability of the Port Authority Properties technology operations and was considered in the development of the Aviation Department's cybersecurity defense and resilience strategy. Airport security systems,

such as access control, surveillance systems, and security information and event management, rely on the continued availability of the Port Authority Properties technology infrastructure in order to operate. Disruption of that underlying infrastructure could render these critical systems ineffective. Because threats directly impact every part of the Port Authority Properties environment, such as flight operations, to commercial and landside activities, and passenger safety and security, cybersecurity requires a holistic approach by the entire management team to address the risks realistically.

Climate Change

The State of Florida is naturally susceptible to the effects of extreme weather events and natural disasters including floods, droughts, hurricanes, and heat waves, which could result in negative economic impacts on coastal communities like the County. Such effects can be exacerbated by long-term shifts in the climate, including increasing temperatures and rising sea levels driven by global greenhouse gas emissions, and changing policies aimed at curbing greenhouse gas emissions, including the transition to carbon free transportation and energy sources that directly impact the local economy.

The County is addressing the threat of climate change through: (1) incorporating climate change goals into the Comprehensive Development Master Plan, policies, and code; (2) conducting regular community-wide greenhouse gas emissions inventories (<https://www.miamidade.gov/global/economy/resilience/greenhouse-gas-inventories.page>) and implementing a Climate Action Strategy to reduce emissions (<https://miamidade.gov/climateactionstrategy>); (3) assessing the vulnerability of key public infrastructure and implementing a countywide Sea Level Rise Strategy (<https://www.miamidade.gov/global/economy/resilience/sea-level-rise-strategy.page>), which details key actions and capital projects that reduce risk to current and future flooding, while providing a vision for the community to adapt to rising sea levels; (4) applying the County's Local Mitigation Strategy designed to reduce or eliminate long-term risk to human life and property from hazards (<https://www.miamidade.gov/fire/library/OEM/local-mitigation-strategy-part-1-strategy.pdf>); (5) developing and implementing policies and initiatives to reduce the impacts of extreme heat across the community (<https://www.miamidade.gov/global/economy/environment/heat.page>); and (6) creating a Biscayne Bay Recovery Task Force Report and Recommendations, (<https://www.miamidade.gov/global/economy/environment/biscayne-bay-solutions-recovery-plan.page>), which provides a roadmap for the recovery of Biscayne Bay in consideration of the impacts of climate change. The County details its progress in implementing its climate mitigation and adaptation programs in its Climate Action Strategy 2023 Progress Report (<https://www.miamidade.gov/environment/library/resilience/2023-04-cas-progress-report.pdf>) and Sea Level Rise Strategy Year 1 Progress Update (<https://miami-dade-county-sea-level-rise-strategy-draft-mdc.hub.arcgis.com/>).

The Aviation Department follows the County's Local Mitigation Strategy on its projects. For example, a component of MIA South and Central Baggage Handling System Improvement project included raising the floor/concrete slab by two feet above the current finished floor to meet the projected sea level rise. That decision was directly related to: (i) mitigating the effects of storm and hurricane-related flooding and (ii) the Miami-Dade Sea Level Rise Task Force Report and Recommendations dated July 1, 2014, in which the projected sea level rise range in 2060 is projected up to 24 inches. Additionally, during the week of June 10, 2024, torrential rain fell in the County for five days which caused flooding throughout the County, however the Airport remained open and did not experience any operational impacts.

The County's strategy for approaching climate change in collaboration with its municipalities, including specifically the City of Miami and the City of Miami Beach, is outlined in the collaborative Resilient 305 Strategy (<https://resilient305.com/>) and the County's regional approach to climate change is outlined in the Southeast Florida Regional Climate Change Compact's (the "Compact") Regional Climate Action Plan (<https://southeastfloridaclimatecompact.org/regional-climate-action-plan/>). For planning purposes the County relies upon the Compact's Unified Sea Level Rise Projection for Southeast Florida, last updated in 2019 (<https://southeastfloridaclimatecompact.org/unified-sea-level-rise-projections/>).

The County is collaborating with the U.S. Army Corps of Engineers ("USACE") on a number of studies and projects that aim to address flooding and climate related impacts, including the Miami-Dade County Coastal Storm Risk Management Back Bay study, for which the County is the local sponsor (<https://www.saj.usace.army.mil/MiamiDadeBackBayCSRMFeasibilityStudy/>); the USACE study under the

authority of Section 216 of the Flood Control Act of 1970 that will focus on reducing flood risk and increasing flood resilience in high-risk urban watersheds in southeast Florida, while looking to enhance the overall benefits of the multipurpose Central & South Florida Project (<https://www.saj.usace.army.mil/CSFFRS/>); and on beach nourishment projects consistent with the Miami-Dade County Beach Erosion Control Master Plan (<https://www.miamidade.gov/environment/beach-renourishment.asp>), among others.

Coronavirus (COVID-19)

General

The Novel Coronavirus 2019 ("COVID-19") pandemic, along with various governmental measures taken to protect public health in light of the pandemic, has had an adverse impact on global financial markets and economies, including financial markets and economic conditions in the United States. The impact of the COVID-19 pandemic on the U.S. economy has been broad based and negatively impacted national, state and local economies. In response to the COVID-19 pandemic, then-President Trump on March 13, 2020, declared a "national emergency," which, among other effects, allowed the executive branch to disburse disaster relief funds to address the COVID-19 pandemic and related economic dislocation. In addition, the U.S., the State and the County imposed certain health and public safety restrictions in response to COVID-19, all of which have since been lifted. The County cannot predict whether additional or new actions may be taken by governmental authorities including the State and/or County, to contain or otherwise address the impact of the COVID-19 or a similar outbreak. For information on the County's COVID-19 response, please see the County's website at <http://www.miamidade.gov/global/initiatives/coronavirus/home.page>.

While the national public health emergency due to COVID-19 was officially ended on May 11, 2023, the County cannot predict any ongoing impact. In addition, the County's finances in the future may be adversely affected by the continued spread of COVID-19, the various governmental actions in response thereto or changes in the behavior of businesses and people. While the onset of COVID-19 resulted in significant decreases in state and local sales tax revenues as a result of decreased tourism and commercial activity throughout the State, including within the County, sales tax receipts in the County have recovered and are currently at or above pre-pandemic levels. The County experienced increased costs associated with this pandemic but also received substantial support from the federal government. As of September 30, 2023, the County had been awarded a total of \$2.676 billion under all federal programs related to the COVID-19 pandemic, the majority of which is restricted to specific purposes. Of those amounts awarded, as of September 30, 2023, the County had received a total of \$2.573 billion, which includes amounts allocated to the Airport.

Impact on Passenger Volume

The Airport, similar to most other airports across the country, experienced steep declines in passenger volumes as a result of the COVID-19 pandemic. Total enplaned passengers decreased by 58.8% between 2019 and 2020 and increased by 98.9% between 2020 and 2021. By 2022 and 2023, total enplaned passengers increased 110% and 114%, respectively, over 2019, the previous enplanement peak.

Federal Response to COVID-19 Impact to Aviation Industry and the Airport

As a direct result of COVID-19, several bills were adopted by the U.S. Congress that provided, or continue to provide, financial aid to airports around the country, the airlines and other concessionaries. The Coronavirus Aid, Relief and Economic Security Act (the "CARES Act"), the Coronavirus Response and Relief Supplemental Appropriations Act ("CRRSAA") and the American Rescue Plan Act ("ARPA" and together with the CARES Act and the CRRSAA, the "COVID Relief Grants") each provide direct aid to airports. The County received \$406.9 million for the Airport in federal relief pursuant to the COVID Relief Grants and drew on remaining amounts in the Fiscal Year 2023.

Environmental Liabilities and Hazardous Substances

General

Airport operations involve the storage and use of a number of substances that are regulated under various federal, state and local regulations. In the event such storage and handling of regulated substances causes environmental damage, the costs resulting from such damage and the remediation of such damage may be significant. These regulated substances at the Airport are predominantly used by Airport tenants. The Department requires all tenants prepare a Spill Prevention Countermeasure and Control ("SPCC") plan. This plan illustrates how tenants will respond to any spill that occurs in their facility. The SPCC plan is required to be updated and submitted every five years and/or whenever a facility has a significant change in business operations. Furthermore, pursuant to the Department's lease agreement, tenants are required to abide by all local, state, and federal environmental regulations. Additionally, each lease outlines the tenant's responsibilities and liabilities if a spill were to occur as a result of their operations. In addition, any Division of Environmental Resources Management ("DERM") permit acquired by a tenant contains conditions that require the permittee not to cause an environmental nuisance (e.g., spills, etc.).

The Airport's Fire Department has used aqueous film-forming foam ("AFFF") known to contain per- and polyfluoroalkyl substances ("PFAS"), in accordance with FAA requirements for fire suppression. AFFF is effective in smothering fuel fires and FAA standards historically contained PFAS in AFFF.

Federal Action Regarding Clean-Up of Hazardous Substances

PFAS are a group of more than 3,000 synthetic chemicals that have been in use since the 1940s. PFAS are found in many products such as dental floss, food packaging materials, stain-resistant materials, non-stick products, water repellent textiles, and fire-fighting foams. On May 8, 2023, the FAA published an Aircraft Firefighting Foam Transition Plan to ensure the orderly transition from current PFAS-containing AFFF to replacement fluorine-free foam ("F3") products as they are developed and manufactured. On September 13, 2023, the first FAA-approved F3 became available for purchase. Currently, under federal regulations airports may, but are not required to, transition to using F3 in their aircraft rescue and firefighting vehicles.

The EPA found evidence that continued exposure to certain PFAS above specified levels may lead to adverse health effects. Currently, the key PFAS compounds of concern are perfluorooctanesulfonate ("PFOS") and perfluorooctanoic acid ("PFOA"). The EPA released a statement in November 2016 summarizing available peer-reviewed studies on laboratory animals and epidemiological evidence in human populations as indicating that exposure to PFOA and PFOS over certain levels may result in adverse health effects. In February 2019, the EPA issued a PFAS Action Plan. The PFAS Action Plan outlines EPA's strategy to better understand the health risks associated with PFAS and to develop tools for characterizing PFAS in the environment, cleanup approaches, and enforcement mechanisms.

On September 6, 2022, the EPA published a proposed rule designating PFOS and PFOA as hazardous substances under the Comprehensive Environmental Response, Compensation, and Liability Act ("CERCLA"). On April 19, 2024, the EPA released a pre-publication version of the final rule designating PFOS and PFAS as hazardous substances under CERCLA. The final rule was published in the Federal Register May 8, 2024 and took effect July 8, 2024. However, the EPA's designation of PFOS and PFAS as hazardous substances under CERCLA is currently being challenged by the U.S. Chamber of Commerce, Associated General Contractors of America and the National Waste and Recycling Association in D.C. Circuit Court.

In April 2024, the EPA announced the first-ever national standards for PFAS in drinking water under the Safe Drinking Water Act. This rule sets health safeguards that require public water systems to monitor and reduce the levels of PFAS in drinking water, and notify the public of any exceedances of those levels. The rule sets drinking water limits for five individual PFAS, including PFOA and PFOS, as well as setting a limit for any combination of four PFAS, including what are known as "GenX Chemicals."

The Airport could be held liable for any damages caused by a release of a hazardous substance or a regulated compound occurring at the Airport whether or not it was the cause of such event. No assurances can be given that the Airport will not be held liable by governmental agencies or private parties in connection with any such hazardous

substance event or that the costs to the Airport in connection with a hazardous substance event will be paid through indemnification. In the event the Airport has to bear the costs of damages caused by a hazardous substance release or the costs of remediating such an event, such costs could have a material adverse effect on the costs of the airlines operating at the Airport and the financial condition of the Airport.

For a discussion of the environmental liabilities of the Aviation Department, see "LITIGATION – Aviation Environmental Matters."

Airport Insurance

The Aviation Department maintains insurance in accordance with industry standards, but the operations of the Airport create risks of significant losses that may not be fully covered by insurance (see "AIRPORT SYSTEM FACILITIES – Airport Insurance").

Local Construction Market Conditions

Demand for construction services in the South Florida market continues to be high; however, the projects included in the Capital Improvement Program have been advertised and awarded as planned and the Capital Improvement Program is moving ahead as scheduled. See "CAPITAL IMPROVEMENT PROGRAM."

Industry Workforce Shortages

Workforce and labor shortages are an aviation industry-wide issue, including an airline pilot shortage. Beginning in 2013, first officers flying for commercial airlines were required to have at least 1,500 hours of flight time instead of the 250 hours previously required. Additionally, at the onset of the COVID-19 pandemic, airlines were faced with a surplus of personnel resulting from the sudden decline in traffic. As a result, airlines offered their employees buyouts and early retirement packages prompting many pilots to take early retirement. As a result of increased passenger demand post pandemic, major air carriers are anticipated to need additional pilots. This increased demand, along with an aging pilot workforce and fewer new pilots, is expected to exacerbate the existing airline pilot shortage.

General labor shortages, including shortages in air traffic controllers, have also impacted the airline industry. Over the last year, numerous airlines have cancelled thousands of flights attributed to bad weather, staffing shortages and air traffic control issues, among other things.

Actual Results May Differ from Projections and Assumptions

Any projections included in this Official Statement were developed based on a review of recent historical trends and anticipated growth. However, such projections are based upon assumptions that are subject to uncertainties. No assurances can be given that the projections included in this Official Statement will be achieved or that the assumptions upon which the projections are based will be realized. Some assumptions used to develop the projections may not be realized and unanticipated events and circumstances may occur which could impact the realization of such projections. Therefore, actual results may vary from those set forth herein and variations may be material and adverse.

[Remainder of page intentionally left blank]

AVIATION-RELATED DEBT

Outstanding Bonds Under the Trust Agreement

The total aggregate principal amount of outstanding Aviation Revenue Bonds under the Trust Agreement (after the issuance of the Series 2024 Bonds) is set forth below.

Outstanding Bonds	Dated Date of Issue	Principal Amount Issued	Principal Amount Outstanding
Series 2002A Bonds	December 19, 2002	\$ 600,000,000	\$ 15,000
Series 2008A Bonds	June 26, 2008	433,565,000	15,000
Series 2012A Bonds ⁽¹⁾	December 11, 2012	669,670,000	42,050,000
Series 2012B Bonds ⁽¹⁾	December 11, 2012	106,845,000	21,685,000
Series 2014 Bonds ⁽¹⁾	March 28, 2014	328,130,000	2,040,000
Series 2015A Bonds ⁽¹⁾	July 8, 2015	498,340,000	416,870,000
Series 2015B Bonds ⁽¹⁾	July 8, 2015	38,500,000	38,500,000
Series 2016A Bonds ⁽¹⁾	August 25, 2016	315,730,000	295,295,000
Series 2016B Bonds ⁽¹⁾	August 25, 2016	428,645,000	306,255,000
Series 2017A Bonds ⁽¹⁾	March 24, 2017	145,800,000	145,800,000
Series 2017B Bonds ⁽¹⁾	August 29, 2017	378,870,000	303,545,000
Series 2017D Bonds ⁽¹⁾	August 29, 2017	314,565,000	268,565,000
Series 2018A Bonds ⁽¹⁾	August 30, 2018	19,745,000	9,830,000
Series 2018C Bonds ⁽¹⁾	August 30, 2018	766,815,000	739,510,000
Series 2019A Bonds	May 30, 2019	282,180,000	282,180,000
Series 2019B Bonds ⁽¹⁾	May 30, 2019	212,745,000	196,180,000
Series 2019E Bonds ⁽¹⁾	September 19, 2019	360,500,000	343,010,000
Series 2020A Bonds ⁽¹⁾	December 17, 2020	301,760,000	270,595,000
Series 2020B Bonds ⁽¹⁾	December 17, 2020	113,970,000	113,970,000
Series 2024A Bonds ⁽¹⁾	August 1, 2024	779,730,000	779,730,000
Series 2024B Bonds ⁽¹⁾	August 1, 2024	138,455,000	138,455,000
TOTAL		\$7,234,560,000	\$4,714,095,000

⁽¹⁾ Denotes Refunding Bond issues.

[Remainder of page intentionally left blank]

Debt Service Schedule

The following table shows the annual Principal and Interest Requirements on all Outstanding Bonds, including the Series 2024 Bonds (but excluding Double-Barreled Aviation Bonds described on the following page).

AVIATION REVENUE BONDS (OUTSTANDING BONDS UNDER THE TRUST AGREEMENT) PRINCIPAL AND INTEREST REQUIREMENTS

Fiscal Year ⁽¹⁾	Principal & Interest on Outstanding Bonds ⁽²⁾	Principal on Series 2024A Bonds	Interest on Series 2024A Bonds	Principal & Interest on Series 2024A Bonds	Principal on Series 2024B Bonds	Interest on Series 2024B Bonds	Principal & Interest on Series 2024B Bonds	Total Aggregate Principal & Interest ⁽³⁾
2024	\$ 345,128,655	\$ --	\$ 6,497,750	\$ 6,497,750	\$ --	\$ 1,153,792	\$ 1,153,792	\$ 352,780,197
2025	294,545,900	--	38,986,500	38,986,500	21,595,000	6,922,750	28,517,750	362,050,150
2026	324,686,342	--	38,986,500	38,986,500	--	5,843,000	5,843,000	369,515,842
2027	278,242,618	31,380,000	38,986,500	70,366,500	4,105,000	5,843,000	9,948,000	358,557,118
2028	280,144,669	32,960,000	37,417,500	70,377,500	4,315,000	5,637,750	9,952,750	360,474,919
2029	281,106,264	33,905,000	35,769,500	69,674,500	4,930,000	5,422,000	10,352,000	361,132,764
2030	282,975,222	35,995,000	34,074,250	70,069,250	4,750,000	5,175,500	9,925,500	362,969,972
2031	284,260,907	37,795,000	32,274,500	70,069,500	4,995,000	4,938,000	9,933,000	364,263,407
2032	235,504,762	97,100,000	30,384,750	127,484,750	5,245,000	4,688,250	9,933,250	372,922,762
2033	220,219,302	127,015,000	25,529,750	152,544,750	5,505,000	4,426,000	9,931,000	382,695,052
2034	218,748,575	132,250,000	19,179,000	151,429,000	5,780,000	4,150,750	9,930,750	380,108,325
2035	222,675,509	139,130,000	12,566,500	151,696,500	6,070,000	3,861,750	9,931,750	384,303,759
2036	237,234,718	112,200,000	5,610,000	117,810,000	25,690,000	3,558,250	29,248,250	384,292,968
2037	342,424,583	--	--	--	45,475,000	2,273,750	47,748,750	390,173,333
2038	395,218,371	--	--	--	--	--	--	395,218,371
2039	395,727,740	--	--	--	--	--	--	395,727,740
2040	395,719,609	--	--	--	--	--	--	395,719,609
2041	395,207,219	--	--	--	--	--	--	395,207,219
2042	48,534,075	--	--	--	--	--	--	48,534,075
2043	48,535,275	--	--	--	--	--	--	48,535,275
2044	48,537,375	--	--	--	--	--	--	48,537,375
2045	48,532,275	--	--	--	--	--	--	48,532,275
2046	43,521,500	--	--	--	--	--	--	43,521,500
2047	43,526,250	--	--	--	--	--	--	43,526,250
2048	43,521,250	--	--	--	--	--	--	43,521,250
2049	43,522,500	--	--	--	--	--	--	43,522,500
Totals ⁽³⁾	\$5,798,001,465	\$779,730,000	\$356,263,000	\$1,135,993,000	\$138,455,000	\$63,894,542	\$202,349,542	\$7,136,344,007

(1) With respect to each Fiscal Year, excludes payments due on October 1 of such Fiscal Year and includes payments due on October 1 of the following Fiscal Year.

(2) Includes principal and interest payments made on April 1, 2024, including payments made on the Refunded Bonds.

(3) Totals may not add due to rounding.

Double-Barreled Aviation Bonds

On October 22, 2020, the County issued \$177,670,000 of Double-Barreled Aviation Refunding Bonds (General Obligation), Series 2020, which were outstanding in the principal amount of \$168.015 million as of July 2, 2024 (after the July 1, 2024 principal payment was made). Debt service on the Double-Barreled Aviation Bonds is secured by a pledge of both (1) Net Available Airport Revenues (as such term is defined below), a lien that is subordinate to the lien securing the Bonds, and (2) ad valorem taxes levied on all taxable property in the County. "Net Available Airport Revenues" is defined to mean any unencumbered funds held for the credit of the Improvement Fund created under the Trust Agreement after the payment of all obligations of the County pertaining to the County airports which are payable pursuant to, and subject to the restrictions of (i) the Trust Agreement, (ii) any Airline Use Agreement then in effect or (iii) any other indenture, trust agreement or contract. To date, it has not been necessary for the County to apply any ad valorem tax revenues to pay debt service on the Double-Barreled Aviation Bonds or on the similarly secured bonds that they refunded.

The following table shows the annual principal and interest requirements on the Double-Barreled Aviation Bonds. The table does not include debt service on other Airport-related debt.

DOUBLE-BARRELED AVIATION BONDS PRINCIPAL AND INTEREST REQUIREMENTS

Fiscal Year Ending September 30,	Principal and Interest on Double-Barreled Aviation Bonds
2024 ⁽¹⁾	\$ 12,772,331
2025	12,769,581
2026	12,770,331
2027	12,773,581
2028	12,773,331
2029	12,768,831
2030	12,769,331
2031	12,768,581
2032	12,774,181
2033	12,771,981
2034	12,771,081
2035	12,776,181
2036	12,771,831
2037	12,768,031
2038	12,769,481
2039	12,772,919
2040	12,775,531
2041	12,766,375
Totals ⁽²⁾	\$229,883,494

⁽¹⁾ Includes full Fiscal Year principal and interest.

⁽²⁾ Totals may not add due to rounding.

Commercial Paper Notes

On March 18, 2021, the County issued the initial tranche of the CP Notes in the amount of \$5,000,000. No more than \$200,000,000 in CP Notes may be outstanding at any one time. As of June 30, 2024, there were \$70,000,000 outstanding CP Notes. Payment of all outstanding CP Notes is secured by and payable under an irrevocable transferrable direct-pay Letter of Credit issued by Bank of America, N.A., which expires on March 18, 2026. The CP Notes are intended to provide temporary funding for the cost of capital projects at the Airport.

Capital Leases

The County has entered into various capital leases to finance the purchase of equipment at the Airport. In 2014, the County entered into an approximately \$33,000,000 lease-purchase agreement to finance the cost of various energy conservation improvements at the Airport and on December 19, 2017, the County entered into an approximately \$47,600,000 lease-purchase agreement to finance the cost of various additional energy conservation improvements at the Airport (collectively, the "Sustainability Leases"). The Sustainability Leases are considered "budget neutral" since the cost of acquiring and installing the improvements will be covered by the energy cost savings expected to be generated by the improvements. The Sustainability Leases and the County's other Airport-related capital leases are secured by a County covenant to annually budget and appropriate from legally available non-ad valorem revenues of the County funds sufficient to pay debt service costs. Payments on such capital leases are subordinate to all other Aviation Department funding requirements, including all other debt to be paid from the Improvement Fund. As of March 31, 2024, the principal outstanding was approximately \$54,900,000.

Third-Party Obligations

The County may issue revenue bonds related to the Airport System outside the provisions of the Trust Agreement and not payable from Revenues pledged under the Trust Agreement, subject to the condition, among others, that it will not construct, or consent to the construction of, any project, whether at the Airport or any other site, unless there is filed with the Clerk of the Board a statement signed by the Traffic Engineers and the Consulting Engineers certifying that, in their respective opinions, the operation of such additional project will not affect the County's compliance with the Rate Covenant Requirement or impair the operating efficiency of the Port Authority Properties. The County has not issued any revenue bonds related to the Airport System outside of the Trust Agreement.

The Miami-Dade County Industrial Development Authority has issued revenue bonds in the combined aggregate principal amount of \$223,590,000 for the benefit of conduit borrowers, the proceeds of which have been used by those conduit borrowers to finance the construction of their air cargo and other facilities at the Airport. As of March 31, 2024, such bonds were outstanding in the aggregate principal amount of \$16,940,000. Neither the Airport nor the County has any obligation with respect to these bonds. See "APPENDIX B – SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT – Bonds Secured Otherwise Than by the Trust Agreement."

Independent Financing of the Rental Car Center

In August 2005 and August 2007, FDOT, in cooperation with the County, closed on \$270 million in loans from the United States Department of Transportation under the Transportation Infrastructure Financing Innovation Act ("TIFIA") loan program. Under various agreements, FDOT agreed to procure the financing, acquire the land, and construct the Rental Car Center ("RCC") (formerly known as the Rental Car Facility), at the Miami Intermodal Center ("MIC"). The loan proceeds were used by FDOT to design and construct the RCC, which commenced operations in July 2010. The revenues pledged for repayment of the loan are the proceeds of the Customer Facility Charges ("CFC") collected by car rental companies from their customers at the Airport and, if required, rent payments from the car rental companies sufficient to cover any shortfall. Loan payments (which commenced on October 1, 2012) have been made through April 1, 2024, without the need for any rent payment from the rental car companies. The land acquisition portion of the TIFIA loan in the amount of \$95 million was repaid on April 1, 2019. The repayment of the TIFIA loan is not secured by Revenues or any other revenues of the Aviation Department. See "AIRPORT SYSTEM FACILITIES – Commercial Operations Facilities" and "– Roadway Access to MIA."

Future Indebtedness; Other Capital Expenditures

The Aviation Department has identified a number of future capital projects under its CIP primarily related to the Central Terminal, as well as the maintenance of existing assets and safety and security programs. The proposed projects include roadway improvements, aircraft remote parking expansion, and concourse and terminal refurbishment. In addition, airfield taxiway improvement projects to increase safety and capacity are currently under construction. All the funding sources of the CIP are described in further detail under "CAPITAL IMPROVEMENT PROGRAM" and "FUNDING SOURCES FOR CAPITAL PROJECTS."

AIRPORT SYSTEM GOVERNANCE AND MANAGEMENT

Governance

The Aviation Department is a department of the County, which is a political subdivision of the State and a home rule county authorized by the Florida Constitution. Pursuant to Florida Statutes and the Home Rule Amendment and Charter of Miami-Dade County, as amended (the "Home Rule Charter"), the elected 13-member Board is the legislative and governing body of the County. On January 23, 2007, the electors of the County approved an amendment to the Home Rule Charter which established a strong mayor form of government. This amendment expands the Mayor's powers over administrative matters. Under this system, the Mayor also appoints all department heads, including the Aviation Director. General information relating to the County is contained in "APPENDIX H – GENERAL INFORMATION RELATIVE TO MIAMI-DADE COUNTY, FLORIDA."

Management

Brief descriptions of the executive staff and selected division managers of the Aviation Department follow.

Ralph Cutié - Aviation Department, Aviation Director and Chief Executive Officer

Ralph Cutié is the Director and Chief Executive Officer of the Miami-Dade Aviation Department. He oversees operations at MIA and four general aviation airports in the Miami area, which together generate \$31.9 billion in business revenue and support more than 275,000 direct and indirect jobs. MIA leads the way, handling more than 46 million passengers and more than two million tons of cargo annually, placing it among America's busiest international passenger and cargo airports.

Previously, Mr. Cutié served as Assistant Director for Facilities Management and Engineering, overseeing the largest and most diverse division within the Aviation Department, comprised of more than 440 employees, an annual operating budget of nearly \$123 million and a reserve maintenance budget of \$30 million.

Mr. Cutié is a 30-year County veteran with more than 32 years' experience in the fields of project control, critical path method scheduling, project management, construction contracting and construction claims administration. He began his County career in 1990 with the Miami-Dade Transit ("MDT") Department as a Cost and Scheduling Specialist, later advancing to Manager of MDT's Engineering Cost and Scheduling Section, and ultimately, to Chief of MDT's Project Control Division. Mr. Cutié worked extensively in various capacities on numerous MDT projects of significance, including the \$248 million Metromover Extension Project, the \$88 million Metrorail Extension to the Palmetto Expressway and the \$106 million Busway Extension to Florida City. In 2006, Mr. Cutié transitioned to the Office of Capital Improvements ("OCI"), where he served as the Manager of Project Scheduling and Compliance for the County's \$2.9 billion Building Better Communities – General Obligation Bond (BBC-GOB) Program, and where he also managed the County's successful Economic Stimulus Plan (ESP), Miscellaneous Construction Contract ("MCC") and Construction Manager ("CM") Training programs. In 2011, subsequent to OCI's consolidation into the newly-established Internal Services Department ("ISD"), Mr. Cutié served as Manager of Project Scheduling and Compliance in ISD's Design and Construction Services Division, where he was involved in numerous large ISD projects while continuing to manage the County's ESP, MCC and CM Training programs. Also, during his tenure at OCI and ISD, Mr. Cutié collaborated with the County Attorney's Office and the County's various capital departments to develop the Standard Construction Contract, which was adopted by the Board in November 2012 as the standard for all non-MCC construction projects countywide. Mr. Cutié has also served as the County's corporate representative during the resolution of various construction claims and as a hearing officer for numerous construction disputes.

Mr. Cutié obtained his degree in construction management from Florida International University in 1989. He possesses numerous certificates in scheduling, project management design-build and claims administration from the National Transit Institute and served as an instructor in the County's Construction Manager Training Program - specifically in the areas of project scheduling, project documentation and construction claims and disputes.

Kenneth A. Pyatt - Aviation Department, Deputy Aviation Director

Kenneth A. Pyatt became Deputy Aviation Director in July 2010, following a 36-year career with American Airlines. From 1997 to 2007, Mr. Pyatt served as Managing Director of Passenger Services and Ramp Operations for American Airlines at MIA, where he was responsible for customer service, security, baggage, international and ramp operations, on-time performance, contract management and vendor oversight. He was corporate liaison with the Transportation Security Administration and managed 200 daily aircraft operations, nearly 1,800 unionized employees and 45 managers.

As a member of the American Airlines management staff, Mr. Pyatt held senior operations management positions at New York's John F. Kennedy and LaGuardia Airports, O'Hare (Chicago) and MIA from 2007 to 2010. In this capacity, he was responsible for all phases of airport operations, including aircraft operations, safety, security, prevention of aircraft damage, facilities maintenance, contractor management, and customer relations.

As Deputy Aviation Director, Mr. Pyatt is responsible for all operations divisions at MIA and the general aviation airports, including Airside, Landside, Terminal, Facilities (both Maintenance and Development), Protocol, Noise Abatement, Public Safety and Security, Police and Fire.

Mr. Pyatt holds a Bachelor of Arts from Queens College, New York.

Basil A. Binns, II - Aviation Department, Deputy Aviation Director

Basil A. Binns, II, became Deputy Aviation Director for Administration and Business Development and Retention in February 2022. In his current role, Mr. Binns oversees Aviation Department's Business Retention and Development divisions, which are responsible for commercial operations and real estate management for Miami International Airport and the County's four general aviation airports. Mr. Binns is also responsible for the Aviation Department's Administrative divisions, which include Human Resources, Information Systems, Small Business Development, Contract Administration, and Commodities Management.

Mr. Binns began his professional career as an executive team leader for a major retail corporation, where he was responsible for logistics and freight flow. He then served in various administrative and professional positions in the City of Miami government.

In 2011, Mr. Binns joined Miami-Dade County as the senior legislative and policy aide to the Vice Chairperson of the Miami-Dade Board of County Commissioners. He then served in the County's Office of Management and Budget as a Senior Business Analyst and in the Office of the Mayor, where he assisted with the management and oversight of several County departments and was responsible for the implementation of County initiatives.

Prior to joining the Aviation Department, Mr. Binns served as the Assistant Port Director for Business Development and Administration at PortMiami. In this role, he was responsible for the development of the Port's long-term contracts, commercial development program and related financial strategies, client relations, and business administration.

Mr. Binns holds a Bachelor of Arts degree in Political Science with specialization in Public Administration from the University of Florida.

Sergio San Miguel - Aviation Department, Chief Financial Officer

Sergio San Miguel is the Chief Financial Officer ("CFO") of the Aviation Department. Mr. San Miguel manages and oversees three Finance and Strategy divisions: Accounting; Capital Finance and Budget; and Strategic Planning. As CFO, he is responsible for planning and directing the financial and budgetary management for the Aviation Department. In addition, he provides strategic assistance to the Aviation Department's executive management team in establishing long-range goals, strategies, plans and policies. He also serves as the Aviation Department's liaison to the County's Finance Department and Office of Management and Budget.

Mr. San Miguel joined the Aviation Department in 2009 as Assistant Controller, and was later promoted to the positions of Capital Finance Manager and Controller before being appointed CFO in 2018. Before joining the Aviation Department, Mr. San Miguel served as the Chief Financial Officer for the County's Transit Department beginning in 2007, supervising a staff of 100 employees responsible for business management functions such as budgeting, financial and performance auditing, grant management, accounting and revenue collections and processing. He was also responsible for overseeing the department's overall \$388 million operating budget and \$425 million capital budget.

Prior to his positions with the County, Mr. San Miguel served in similar roles in the private sector as an independent management consultant and chief financial officer for organizations including Cemusa, Inc., Staff Airlines, Dole Food Company and Mega Bank. His work experience also includes positions as an audit manager with Coopers & Lybrand and as an auditor and accountant with Jackson Memorial Hospital.

Mr. San Miguel has been a certified public accountant in the State of Florida since 1981 and earned a bachelor's degree in business administration from Florida International University. He is a member of the American Institute of Certified Public Accountants.

Oscar Aguirre - Aviation Department, Capital Finance and Budget Director

Oscar Aguirre is the Capital Finance and Budget Director for the Aviation Department. Mr. Aguirre is responsible for the management and administration of debt issuance for the Aviation Department. Mr. Aguirre also ensures that cash needs are met in order to maintain the capital program schedule and debt service is managed in order to minimize the Aviation Department's cost per enplaned passenger. Additionally, he oversees all of the budgeting functions for both operating and capital budgets.

Prior to assuming the position of Capital Finance Manager in November 2015, Mr. Aguirre was the Airport Accounting Chief, a position he held since 2004. His main responsibilities consisted of managing the general ledger to include financial reporting and issuance of the Aviation Department's annual audited financial statements. Mr. Aguirre has served in many different roles and positions since joining the Aviation Department in 1988. He has managed the Accounts Payable, Fixed Assets and Revenue Sections during his tenure.

Mr. Aguirre earned a bachelor's degree in Business Administration from Florida International University.

Employees

The Aviation Department had approximately 1,350 employees as of March 31, 2024. Collective bargaining units represent approximately 1,201 or (89%) of the 1,350 employees. Florida Statutes prohibit public employees from striking against their employers. Police and fire services are provided by their respective County departments through dedicated Aviation Department forces, with supplemental services provided and paid for as needed.

AIRPORT SYSTEM FACILITIES

Introduction

The Airport is located in the unincorporated area of the County, approximately seven miles west of the downtown area of the City of Miami and nine miles west of the City of Miami Beach. Its close in-city location provides convenient and immediate access to the Greater Miami area.

During Fiscal Year 2023, 51,563,044 passengers travelled through the Airport, a 3.7% increase compared to Fiscal Year 2022, and an all-time high for the Airport. Domestic traffic decreased by 3.5% to 28,665,209, or 55.6% of the total traffic. International traffic accounted for 44.4% of the traffic or 22,897,835 passengers, an increase of 14.3% over the prior fiscal year. In calendar year 2022, the Airport was ranked second in the U.S. behind New York's John F. Kennedy Airport for international passengers.

The Airport is American Airline's largest international hub operation, for international passengers, including providing the majority of American Airline's capacity from the U.S. to the Caribbean and Latin America. American Airlines accounted for approximately 63.3% and 60.4% of the enplaned passengers at the Airport and approximately 36.7% and 34.8% of Airport revenues during the 12-month periods ended September 30, 2022, and September 30, 2023, respectively. In Fiscal Year 2023, Delta Air Lines surpassed Envoy to become the second largest carrier at the Airport, representing approximately 6% of the enplaned passenger traffic.

MIA includes approximately 3,230 acres and approximately 184 buildings, ranging from airfield lighting vaults, aircraft engine test cells, chiller plants, cargo warehouses, office buildings, and hangars, to a main terminal building. Currently, the main terminal has over eight million square feet of space.

Terminal Building

This subsection describes terminal facilities in operation as of March 31, 2024.

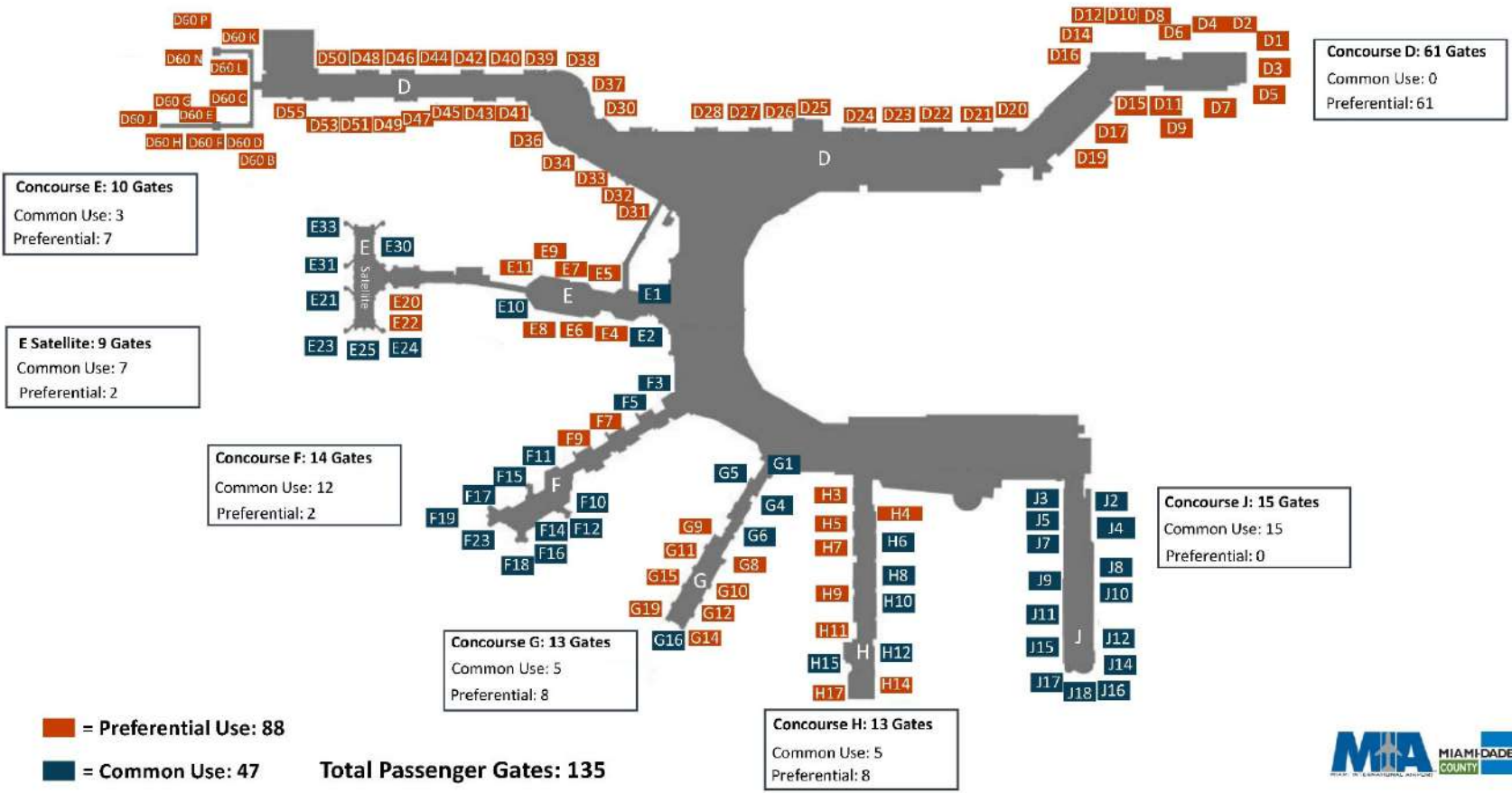
The Terminal Building has been divided into three major geographic development areas, consisting of six concourses: North Terminal consisting of Concourse D; Central Terminal consisting of Concourses E, E/E-Satellite, F and G; and South Terminal consisting of Concourses H and J. In a maximum narrow body aircraft configuration, the Terminal currently has 135 active gates including two holdroom areas that act as bus stations for remote operations. Concourse D has 49 gates and 12 regional jet ground load gates (with parking space for 15 regional jets). Concourse E/E-Satellite has 19 gates (one of which is a ground load bus station); Concourse F has 14 gates; Concourse G has 13 gates (one of which is a ground load bus station); Concourse H has 13 gates; and Concourse J has 15 gates. (See the Maps of the Airport, Terminal Building and Gates below). In a maximum wide-body configuration, the Terminal can accommodate a total of 110 wide-body aircraft at its gates: the North Terminal (Concourse D) can accommodate 23 wide-body and 22 narrow-body aircraft; the Central Terminal (Concourses E, F, and G) can accommodate 29 wide-body and 13 narrow-body aircraft; and the South Terminal (Concourses H and J) can accommodate 13 wide-body and 10 narrow-body aircraft.

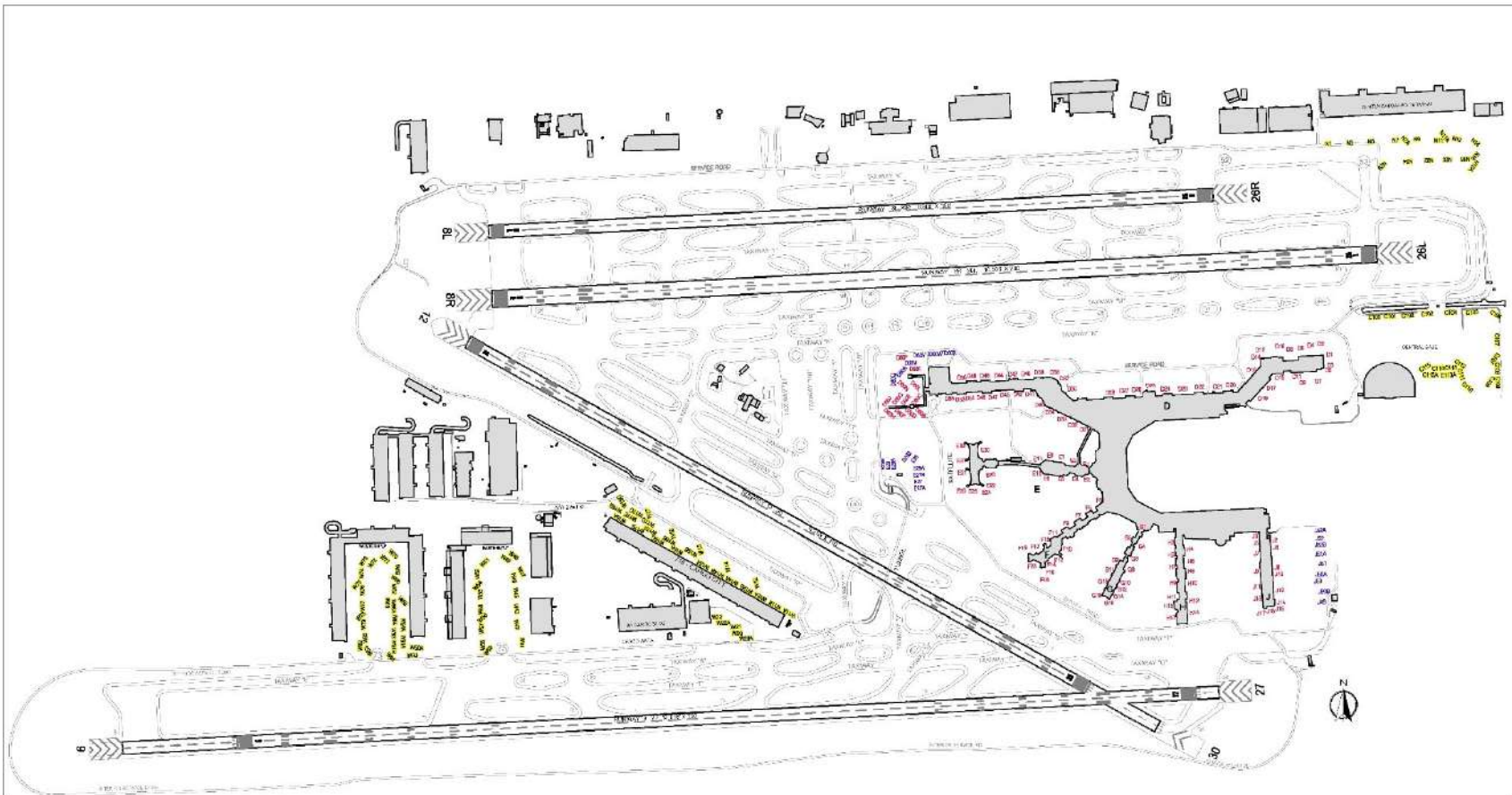
There are three Federal Inspection Services ("FIS") areas in the Airport. In the North Terminal, the first level of the Terminal Building includes the arrivals area with domestic baggage claim and ground transportation, as well as outbound baggage systems. The second level is the departure level with security checkpoints, gate hold rooms and 522 ticket positions, the majority of which have common use equipment. The Airport differs from many airports in that the Airport does not have a separate international terminal. Accordingly, the Terminal Building's third level is capable of conveying arriving international passengers from Concourses D, E/E-Satellite, and F to the FIS located in the North Terminal, and conveying arriving international passengers from Concourses H and J to a second FIS in the South Terminal near Concourse J. A third FIS facility in the Central Terminal, located in Concourse E, opened in December 2017 equipped with facial recognition technology for CBP to clear passengers. That same technology was implemented in the other two FIS areas in the North and South Terminals in 2020. The Terminal has three multiple passenger loading bridge A380 capable loading gates with an upper deck loading bridge, one in Concourse J (J17A), and two in Concourse E (E6A and E24A).

Additionally, the Aviation Department is considering certain near-term renovations to the Central Terminal. For a discussion of the CIP with respect to the terminal facilities, see "CAPITAL IMPROVEMENT PROGRAM."

[Remainder of page intentionally left blank]

MIAMI INTERNATIONAL AIRPORT TERMINAL BUILDING PASSENGER GATES AS OF MAY 2024





MIA AIRCRAFT GATES AND PARKING POSITIONS OF MAY 2024

Terminal Contact Gates
Total Gates: 135

Terminal Area Hardstand Positions
Total Positions: 24

Cargo & Remote Hardstand Positions
Total Positions: 110

MIAMI INTERNATIONAL AIRPORT

MIAMI-DADE AVIATION DEPARTMENT

NTS

Commercial Operations Facilities

The MIA Terminal Building

The MIA Terminal Building has 236 permanent concession locations (excluding services), totaling approximately 280,000 square feet of space. Food and beverage and retail units occupy 83% of total concessions space, with duty-free space occupying the remaining 17%. Approximately 65% of the total concessions space at MIA is located in the post-security (airside) environment. There are also fifteen (15) permanent locations occupying approximately 17,355 square feet that are closed temporarily. The current concession locations are consistent with the Airport's concession master plan.

The MIA Terminal Building also provides locations for services such as advertising, banks and ATM machines, currency exchanges, baggage wrap machines, communication services, traveler registration, luggage carts, vending machines, baggage checkroom, hotel with restaurant, and airline clubs.

The Aviation Department utilizes a concession agreement structure to manage its concession locations. Under this structure, the concession operator pays the Aviation Department the greater of a percentage of gross revenues or the monthly rent. The costs associated with the buildout of concession locations, mid-term refurbishments, and on-going maintenance are also paid by the concessionaire. The table below lists the concession operators currently operating at the Airport.

Area	Type of Concession Agreement	
	Retail	Food & Beverage
Central Terminal	The Reason Why	Carrie Management
	Little Havana at MIA	Chef Creole
	NewsLink of Miami	IMCMV
	AMS (Hudson)	HMS Host
	Raymond Enterprises	JSF
	Stellar Partners	
	Inmotion	
	Master Concessionaire	
South Terminal	Faber, Coe & Gregg	Areas USA
	Air Sun JV	Concessions Miami
	Miami Concepts	HMS Host
	WDFG	WDFG
	Brookstone	
North Terminal	Air Sun	Areas USA
	Airball	Concessions Miami
	AMS SGH	HMS Host
	AMS TEI	Global Concessions
	AMS TEI JV	Concessions Miami
	Cuban Crafters	305 Pizza
	DFA Beauty	Chefs of the Caribbean
	Miami Concepts	Estefan Kitchen
	Perry Ellis	Half Moon Empanadas
	Taxco	Icebox
	Areas	Master Concessionaire
	Faber, Coe & Gregg	My Ceviche
	WDFG	Newslink of South Florida
	Newslink/Adler	
	Newslink of South Florida	

As a result of the COVID-19 impact, and associated relief amendments, the solicitation process has been delayed and in the North Terminal postponed since most relief extensions expire in 2029. The Aviation Department

is currently developing five (5) solicitations for concessions: American Sports Bar, Convenience Stores, North – South Vending Machines, ATM / Banking, and Luggage Carts. One solicitation for Sleeping Units is currently pending award.

The MIA Rental Car Center

Currently, there are 13 rental car companies doing business from 13 rental counter locations at the MIA Rental Car Center ("RCC") including Ace, Alamo, Avis, Budget, Dollar, Enterprise, Hertz, National, Royal, Sixt and Thrifty, among others. The RCC was the first phase of the MIC and is located immediately east of the Airport's main entrance. The RCC is connected to the Airport by an elevated automated people mover system (the "MIA Mover"), constructed by the Aviation Department over Central Boulevard between the Airport's Dolphin and Flamingo parking garages. The RCC and the Airport are connected to downtown Miami via an extension of the County's elevated heavy rail system ("Metrorail"). The Aviation Department owns and oversees the operation of the RCC but does not directly operate the RCC. The RCC is operated by the rental car company tenants. See "AIRPORT SYSTEM FACILITIES – Roadway Access to MIA" for a description of the MIC and the MIA Mover.

The MIA Hotel

The MIA Hotel, located on the second level of Terminal E, is currently operated through a management agreement with Driftwood Hospitality Management II, LLC. The MIA Hotel has 262 rooms and includes one of the first Air Margarita restaurants in the United States, located in the hotel lobby. Air Margarita is an island-inspired chain of restaurants that is very popular in the Caribbean and Mexico. The restaurant operates under a direct lease between the Aviation Department and IMCMV MIA LLC, an Airport concessionaire. This same concessionaire opened on the seventh floor of the MIA Hotel the Viena, which is a full-service restaurant. The MIA Hotel is an independently branded hotel with the distinct advantage of its in-terminal location over the rest of the Airport-district area hotels. As of September 30, 2023, the MIA Hotel occupancy for the prior 12 consecutive months was 81.97% as compared to 81.79% for the comparable set, comprised of 10 area hotels. The average daily rate for the same period was \$197.46 as compared to \$150.58 for the comparable set.

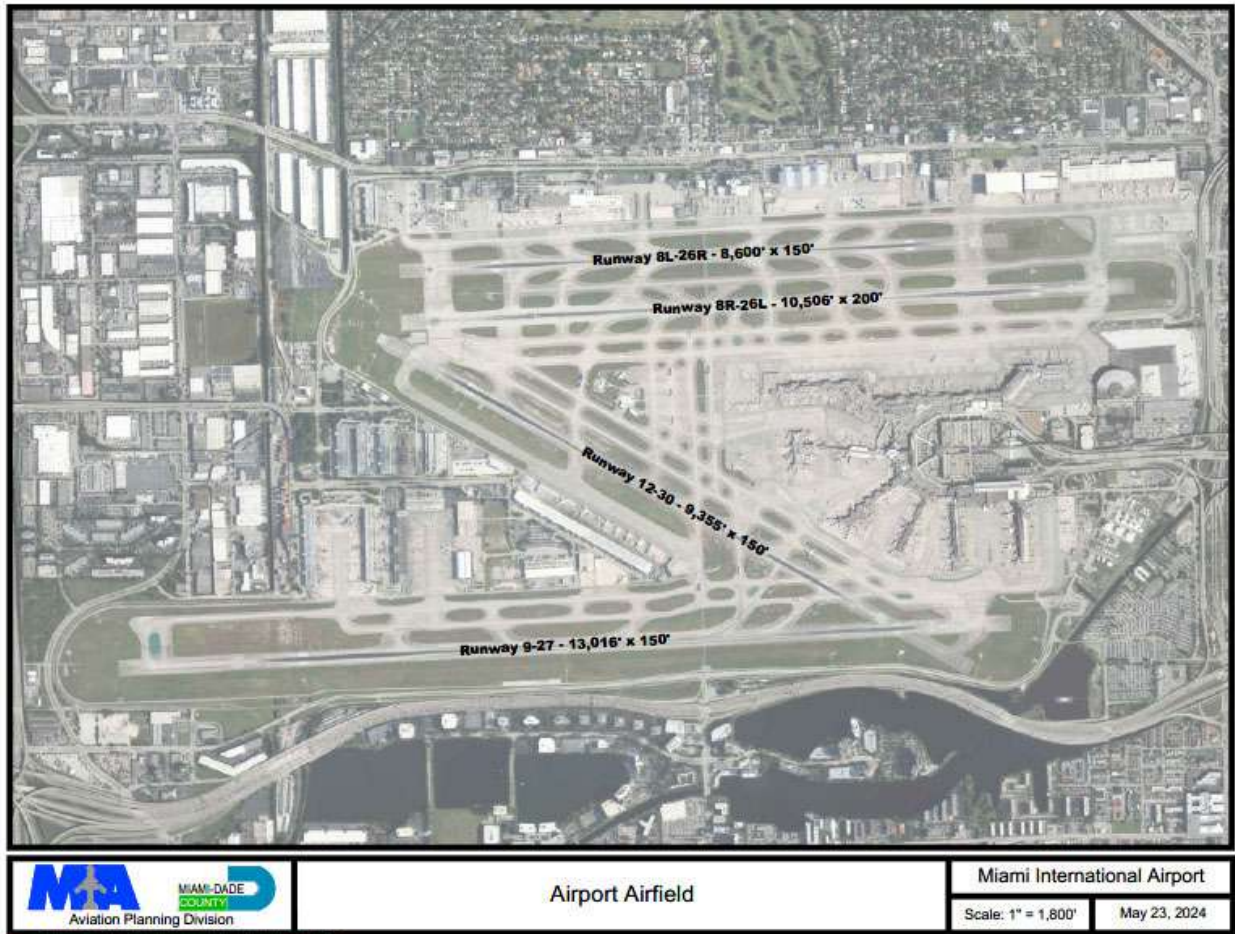
Airside Facilities

Runways

The Airport has four commercial service air carrier runways, consisting of three parallel east-west runways and one diagonal runway oriented in the northwest to southeast heading. For a map of the runways, see map entitled "Airport Airfield" below. These runways provide operational facilities covering 97% of prevailing wind conditions and are connected by a system of dual taxiways and aprons. The runways are equipped with high-intensity runway lighting systems. Category I Instrument Landing Systems are provided for six of the eight runway approach directions to permit operations under poor weather conditions. The four runways, their direction, length and width are as follows:

Runway	Direction	Length	Width
8L-26R	East-west	8,600 feet	150 feet
8R-26L	East-west	10,506 feet	200 feet
9-27	East-west	13,016 feet	150 feet
12-30	Northwest-southeast	9,355 feet	150 feet

Runways 8L-26R and 8R-26L are located north of the Airport, 800 feet apart, separated by Taxiway Lima "L". Runway 9-27 runs parallel to Runways 8L-26R and 8R-26L, almost a mile to the south of Runway 8R-26L. Runway 12-30 runs diagonally to the other three runways, and is used sequentially with the parallel runways during operations with easterly wind conditions with the application of land-and-hold-short procedures on the longer Runway 9 permitting converging landings. These runways are capable of handling any size commercial passenger or cargo aircraft planned or currently in use, with Runways 8R-26L and 9-27 approved as contingency and primary runways, respectively, for handling the Airbus A380 and the Boeing 747-8. MIA's four-runway layout permits peak hour aircraft movements of between 50 and 60 take-off and landing flight operations per hour during optimal weather conditions.



The four runways are flexible pavement facilities constructed with bituminous asphalt surfacing, over a compacted lime rock base sub-grade, and can be strengthened as necessary by additional overlays of bituminous asphalt to accommodate sustained operations by heavier aircraft in the future. All runways are grooved, permitting all-weather landing and optimal wet runway condition braking performance.

To minimize take-off delays, most runways are supplemented at each end with taxiways, which permit the bypassing of most aircraft facing delay by other departing aircraft except in the case of the very large aircraft, like the Airbus A380 and the Boeing 747-8. A system of numerous high-speed exits (turnoffs) from the runways is in place, permitting landing aircraft to make smooth exits from the runways to the taxiway system, minimizing runway occupancy times and enhancing airfield performance and capacity. An extensive system of dual parallel taxiways supports all four runways and serves the entire area of the Airport's terminal complex. These dual-parallel taxiways provide by-pass taxiway capability for all but the largest aircraft during high airfield utilization periods such as during peak periods when air traffic control needs to reshuffle departure queues to enable the most delayed departures to take-off prior to other flights. MIA completed several projects. Taxiway "T" was rehabilitated and extended west to add an entrance to the Western U cargo facility and ramp. Taxiway "S" was rehabilitated. Taxiway "R" was realigned and extended west to the approach end of Runway 12. This increased airfield operational efficiency, operational safety and enhance cargo airfield capacity. The completed construction of a new West Cargo Fuel Tender Facility allows for the extension of Taxiway R to accommodate larger aircraft and consists of a nine bay canopied fuel facility that will be used to load jet fuel into aircraft refueler trucks and to offload and dispense diesel. The Central base project has added drainage, ramp lighting, rehabilitate the surface and increase the aircraft size that can be parked on this ramp.

Aircraft Parking Positions

The Airport has a sufficient number of aircraft parking positions at the Terminal Building, and elsewhere on the Airport there are ramps to enable the Airport to position passenger and cargo aircraft in an orderly manner. In order to make efficient use of the Terminal Building, aircraft that are not engaged in active loading or unloading of passengers are temporarily relocated to distant aircraft parking positions (called "hardstand" or "remote parking" positions) to await the time when they are scheduled to resume their active passenger loading or unloading activities at the Terminal Building gates. This temporary relocation makes gates available for revenue producing incoming aircraft that need to load or unload passengers, rather than having gates serve as non-revenue producing parking lots for aircraft. As shown on the "Aircraft Gates and Parking Positions" map above, the Airport has 24 "Terminal Area Hardstand Positions" that are used by passenger aircraft for this purpose. The airport also has an additional 110 "Cargo & Remote Hardstand Positions" used on a common-use basis, 39 of which are used primarily by passenger aircraft and 71 primarily by air cargo aircraft. These 110 positions are in addition to the 27 air cargo positions located on airline leaseholds and used by the air cargo tenants exclusively. See "AIRPORT SYSTEM FACILITIES - Cargo and Other Facilities at the Airport." Due to the FedEx expansion on the 840B ramp, the Aviation Department is exploring the future expansion of the 808 ramp on the north side of the air operations area.

Parking Facilities

The Airport offers several public parking facilities: (i) the covered parking facilities known as the Dolphin and Flamingo parking garages, positioned within the linear horseshoe configuration of the Terminal Building; (ii) the North and South Valet facilities, located within the Dolphin and Flamingo garages, respectively; (iii) the MIA Economy Park & Ride with 350 public parking spaces through Pay-By-Phone. As of March 31, 2024, MIA has 8155 public parking spaces within the MIA Parking Facilities that are allocated for valet parking, MIA Economy Park and Ride, and garage parking.

Since last report, the surface lot formerly across from the South Terminal is no longer available due to construction of a new MIA parking garage and the high vehicle lot designed to accommodate vehicles exceeding seven feet in height is being repurposed for a new Westin Hotel (construction scheduled to begin at the end of 2024.)

The MIA Parking Facilities operate 24 hours a day, seven days per week. Ground transportation and curbside services are situated on the main arrivals and departures access roadways across from the parking garages.

All MIA Parking Facilities are currently owned by the Aviation Department. The MIA Parking Facilities are managed pursuant to a management agreement (the "Airport Parking Management Agreement") between Airport Parking Associates' Joint Venture and the County. In November 2020, the Board awarded a management agreement to the incumbent, Airport Parking Associates, for a five-year term expiring October 31, 2025. A solicitation is currently being drafted.

MIA has a unified parking rate structure implemented on October 1, 2011. The unified parking rate structure eliminated the need to differentiate between short- and long-term parking. The main exit from the parking garages is through a centrally located revenue collection plaza, which serves all facilities, while the valet operations have separate exits. The central plaza allows for centralized ticketing access to and from the garages with a parking revenue control system. The new parking revenue control system ("PARCS") is near completion, encompassing upgraded state-of-the-art technology by way of a solicitation for MIA, which was awarded via Resolution of the Board on May 7, 2019. In addition to credit card payments, the collection plaza exit lanes allow different payment options, with various Pay-on-Foot stations throughout the facilities that also process cash transactions. Pay-on-Foot device allows patrons to pay for parking prior to exiting the collection plaza.

Roadway Access to MIA

The primary ingress and egress routes for passengers and visitors arriving at MIA are (1) from LeJeune Road (NW 42nd Avenue, the eastern geographic boundary of the Airport) to NW 21st Street, (2) the Dolphin Expressway – SR 836 (the southern boundary of the Airport) to LeJeune Road, and (3) a direct connection to Interstate I-95 from the Airport Expressway State Road 112 (SR 112) with dedicated ramps from the North, South and East all leading to

the Terminal Building and the revenue parking Central Collection Plaza via the MIA main access roadway "Central Boulevard" (which is an extension of NW 21st Street). The Central Boulevard roadway connects to all passenger landside and terminal facilities and the approach to the terminal is grade separated with access to the first (ground) level for all arrivals and an elevated roadway level serving the entire second level for all departures.

Airport roadway access infrastructure includes the Central Collection Plaza and the Terminal South Drives Extension Projects. The Central Collection Plaza provides a centralized point of entry and exit from the revenue parking garages with an automated payment system. The Southside Drives Extension project, which extended the grade separated terminal roadway system with additional curb frontage for arriving and departing passengers to support the South Terminal building and Concourse J expansion opened for service in 2007. The Southside Drives Extension project greatly improved the circulation, vehicle weaving and way finding for drivers accessing the terminal and exiting the Airport.

Other Airport surface access improvements have some CIP contributions but are primarily funded by entities other than the County to enhance the surface accessibility and functionality of roadways serving the Airport and include the Airport's interface with the Rental Car Center (the "RCC") and the transit oriented MIC, and improved ingress and egress for both passengers and cargo both on the east (terminal) and west (air-cargo) sides of the Airport. Significant access improvements include:

- FDOT and the Miami-Dade County Expressway Authority ("MDX") have funded several projects to enhance access to the Airport from adjoining roads. Completed projects include the RCC, the widening of LeJeune Road (NW 42nd Avenue), the MIC core building, the rebuilding of the SR 826/SR 836 Interchange, direct connect ramps from the Airport to State Roads 836 and 112, the SR 826/NW 36th Street Interchange, the widening of Perimeter Road from NW 72nd Avenue to NW 57th Avenue to four lanes, and the NW 25th Street Viaduct East Project, which was completed in July 2016. See "AVIATION-RELATED DEBT – Other Airport-Related Debt – *FDOT State Infrastructure Bank Loan*" for a description of the NW 25th Street Viaduct East Project. The Viaduct Project involved two major parts: the roadway reconstruction and widening of NW 25th Street from the Palmetto Expressway (SR 826) to NW 89 Court and the construction of a viaduct. The viaduct, elevated about 30 feet, is situated mainly along the north side of NW 25th Street and connects with the existing east viaduct and then crosses over the expressway to a point just east of NW 82nd Avenue. The Viaduct Project was completed in July 2016. In 2015, MDX began construction on a new widening and re-alignment project for SR 836, from NW 17th Ave to NW 57th Ave. The project improves capacity of the SR 836 mainline and included the complete reconstruction and realignment of the SR 836/LeJeune Road interchange. The interchange reconstruction has enhanced access and provided greater safety and efficiencies for accessing MIA from SR 836. The project was completed in 2019.
- In August 2015, MDX completed capacity improvements of the primary access to the Airport's passenger terminal which were needed to balance MIA's terminal roadway system with the Airport's increased airfield and terminal capacity. This project, known as the "MIA Central Boulevard Widening, Realignment and Service Loop Project," was constructed by MDX at no cost to the Aviation Department. Specifically, the project widened Central Boulevard from three to four lanes in the west-bound ingress direction and from four to five lanes in the east-bound egress direction. The improved roadway project provides links to the Airport's major feeder roads and highways, such as LeJeune Road (NW 42nd Avenue), State Road 836, and State Road 112. Central Boulevard is now also the direct link to the RCC and the MIC.
- The MIC is a multi-phased development program that relieves area roadway congestion and improves access to the Airport by creating a regional transportation center east of LeJeune Road. The MIC acts as a remote ground transportation hub for MIA by relieving terminal curbside congestion. Its total cost was \$2.043 billion. The primary structures include a separate MIC core building and the RCC, both of which were constructed by FDOT with loan proceeds from the United States Department of Transportation under the TIFIA loan program. The MIA Mover, funded through the CIP and \$101.2 million in FDOT grants, connects the RCC to the Terminal Building and connects both the RCC and the Airport to the County's Metrorail system.

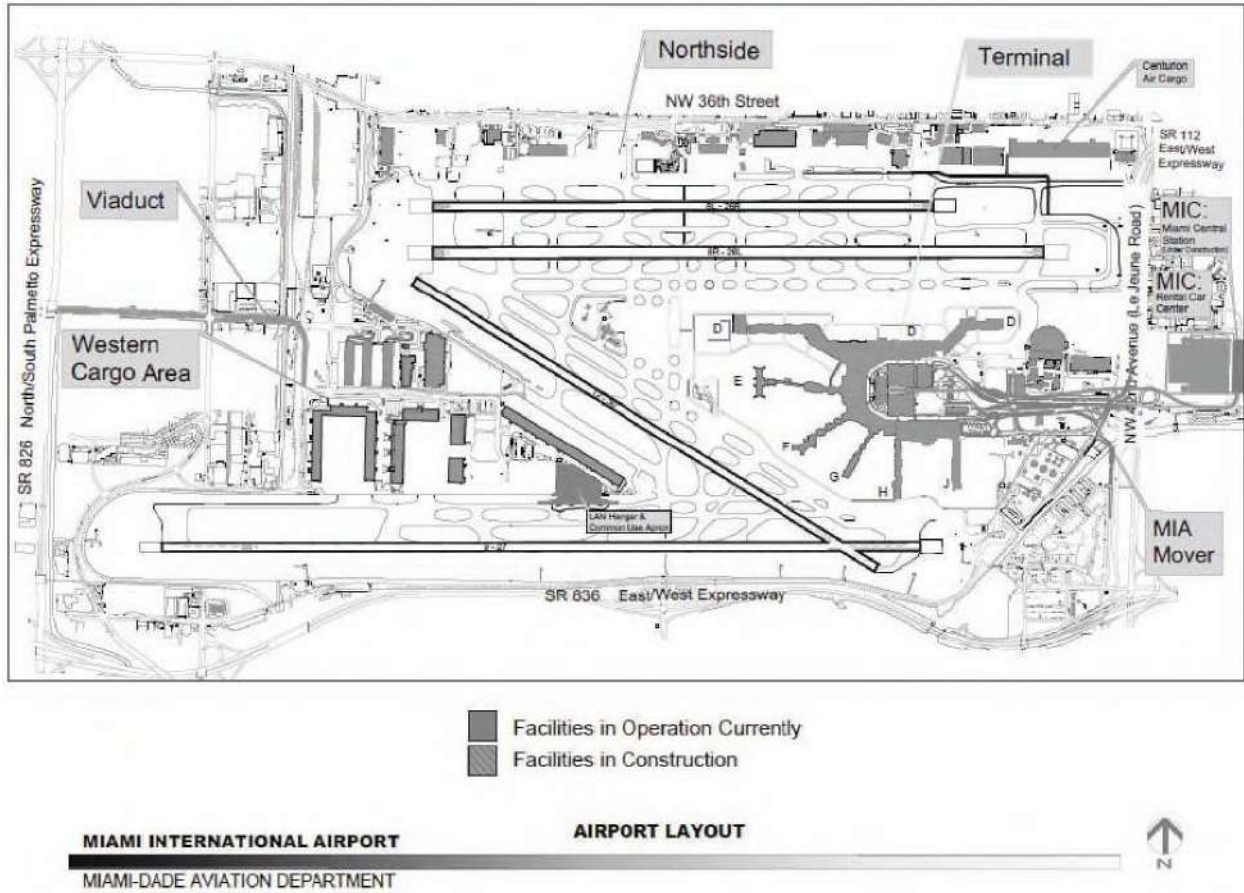
The MIA Mover began operations in September 2011. Adjacent to the MIC, the Aviation Department plans to construct a 630 space surface parking lot to operate as a remote economy passenger parking facility as well as a lot for Transportation Network Companies (TNC) to provide services to the Terminal.

- The County's responsibilities for the MIC project were primarily limited to (1) designing, constructing and operating the MIA Mover and (2) calculating CFCs sufficient to pay off the TIFIA loan secured by FDOT and imposing upon car rental companies the obligation to collect CFCs from their customers and remit them to a trustee in order to pay for costs of operating and maintaining the RCC. The CFCs are not Revenues.

Another roadway improvement contemplated under the New CIP (as such term is defined in "CAPITAL IMPROVEMENT PLAN – The New CIP") is the construction of a new bridge to replace the existing NW 15th Street bridge. The new bridge consist of a four lane (two lanes in each direction) low profile bridge with minimum impacts to airport operations located south of the existing bridge and outside of Runways 9/27 and 12/30 Runway Protection Zones ("RPZ") boundaries to meet the FAA's RPZ criteria. The proposed bridge will provide a more direct connection from Perimeter Road to NW 14th Street. A project book for the proposed replacement bridge has been completed. It is expected that the design and construction of this section of Perimeter Road will be eligible for state funding.

[Remainder of page intentionally left blank]

Airport Layout Plan – Miami International Airport Roadway Access Improvements



Source: Miami-Dade County Aviation Department.

Cargo and Other Facilities at the Airport

The Airport has several facilities that are dedicated for cargo operations (mostly warehouse space), aircraft maintenance (hangars for both narrow-body and wide-body aircraft), and flight crew training (flight simulators). These facilities are located in three geographical areas of the Airport: (i) the northeast area, which covers approximately 146 acres, (ii) the north central corridor, which covers 79 acres, and (iii) the northwest and west areas, which comprise 573 acres.

As of September 30, 2023, the Aviation Department managed approximately 9.3 million square feet of potentially rentable cargo and other facilities of the Airport that are located outside of the Main Terminal Areas, including aircraft maintenance repair and overhaul facilities, aircraft hangars, office spaces, simulator bays and related training areas, aircraft engine repair shops, and aircraft engine testing cells. Storage areas and operational support facilities make up the rest of the aggregate square footage that is managed by the Aviation Department. In the Fiscal Year 2023, the leased facilities produced approximately \$80 million in annual rental revenues (\$43.9 million from buildings; \$33.4 million from land; and \$2.7 million from pavement), which constitute approximately 8.6% of Fiscal Year 2023 operating revenues. This total does not include the \$16.3 million in rental and other rental-related revenues generated from the general aviation airports during the same fiscal year.

Cargo plays a significant role in the financial health of the Airport. Annual revenues generated from the rental of cargo facilities, combined with landing fees of all-cargo airlines operating at MIA, totaled \$61.5 million and \$57.0

million for Fiscal Years 2022 and 2023, respectively. Cargo tonnage handled at the Airport decreased 1.3% for the twelve-months ended September 30, 2023, compared to the same period in Fiscal Year 2022.

On the west side of the Airport, three belly cargo buildings and three cargo buildings with direct aircraft access known as the "Western U" were developed by the Aviation Department and those facilities continue to be actively leased to Air-Cargo Operators. Four other cargo buildings with direct aircraft access were constructed by the airlines in partnership with private developers and make up the "Eastern U". There is also a 500,000 square foot cargo facility containing 166,000 square feet of refrigerated warehouse built by Centurion Air Cargo, Inc. ("Centurion") (in partnership with a developer) in the northeast section of the Airport. This development is the largest single tenant leasehold in the Airport.

Centurion's development was constructed under a 40-year development lease agreement with the County. The agreement was assigned to Aero Miami, III, LLC ("Aero Miami") for the financing, design, construction and management of the warehouse with both Centurion and Aero Miami serving as joint lessees. Centurion was also given the right to purchase from the County Hangar Building 890/891 for the sum of \$6.4 million and paid that amount to the Aviation Department through Aero Miami's construction of Taxiway "K", which runs adjacent to Centurion's buildings, with any additional reimbursable cost of approximately \$2 million, reimbursable to Aero Miami through ground rent credits. The Aviation Department reimbursed Aero Miami \$2.8 million for environmental remediation costs of the warehouse site plus a contract-required interest payment of \$500,000 payable to Aero Miami.

The buildings in the Eastern "U" are operated by tenants or third parties under lease development agreements. United Airlines built a 118,000 square foot cargo facility (and has transferred its interest in this facility to AMB Codina MIA Cargo Center, LLC); Arrow Air completed a 127,089 square foot facility; and LAN (Chile) built an approximately 410,000 square foot cargo and office complex, which serves as LAN's headquarters for its U.S. operations. These development lease agreements typically have terms of 20 to 30 years and provide that each company pays ground rent to the Aviation Department during the period of the lease, and fair market rents on the facilities at the conclusion of the initial term. Each company constructed its facilities at its own cost, using its own source of financing.

Other cargo related facilities financed under lease development agreements include a 35,000 square foot courier facility built by UPS in 2001, located in the northwest area of the Airport and adjacent to a 157,000 square foot cargo facility already occupied by UPS. These facilities serve as UPS's Latin American gateway hub. In 2012, DHL spent \$21 million to expand its cargo warehouse to 130,000 square feet and made MIA its Latin American gateway. FedEx also built a 189,000 square foot facility along the north side of the Airport that was completed in 2004. Currently, the Airport has 2.6 million square feet of cargo facilities.

The Aviation Department negotiated with FedEx and its developer for an additional 140,000 square foot warehouse facility contiguous to its existing 141,000 square foot facility known as Bldg. 831. This project will level ramp elevations on the west side of the facility. The Aviation Department is also working with DHL to impact another expansion comprising 60,000 square feet of warehouse space and 8,000 square feet of offices with an anticipated investment by DHL of \$67 million. Moreover, the upsurge in demand for cargo warehouse space towards the end of 2017 has resulted in an over 90% occupancy of warehouse space.

In addition to the cargo facilities, the Aviation Department has several cargo loading (aircraft apron) positions located throughout the MIA Airfield that support cargo operations at the Airport. Of the 110 "Cargo & Remote Hardstand Positions" mentioned above (see "AIRPORT SYSTEM FACILITIES - Airside Facilities"), 71 of these positions (as of March 31, 2024) are used primarily by cargo aircraft, and of this number 44 are common-use positions that are assigned by the Aviation Department's Airside staff, and the remaining 27 positions are on airline leasehold properties used exclusively by the air cargo tenants. Assignment of the common-use cargo loading positions is based on the location of airline cargo warehouse leaseholds, aircraft types, and operating schedules of the cargo airlines.

Three separate tenants have also negotiated the repair and upgrade of two hangars and an engine repair facility for approximately \$9.1 million. The projects were approved by the Board and were to be completed by October 2021. Two were completed and one yielded an increase of \$202,274 annually in ground rent. The second one (engine repair facility) will not yield an increase until 2026. The third tenant had almost fulfilled its commitment but filed for

bankruptcy in September 2023. The new Lessee has 12 months to complete the work and the Aviation Department will see a further increase of 683,322 annually once this work is finally completed.

The Aviation Department is in negotiations with a developer on a Vertically Integrated Cargo Community ("VICC"). The VICC facility is expected to be four stories high with approximately 1.4 million square feet of cargo handling space and programmed to handle approximately 1.8 million metric tons of cargo. The project also includes 10 aircraft parking positions with hydrant fueling. Once negotiations are completed, the Master Development Lease Agreement for the VICC was approved by the Board on July 16, 2024.

MIA Pharma Hub Development

The Airport's primary commodities include aerospace, pharma, high tech exports by value and perishables imports by volume. Specifically, in 2015, the International Air Transport Association ("IATA") designated MIA as the first "pharma hub" airport community in North America. The Aviation Department has been actively pursuing an initiative to grow the transport of pharmaceuticals at MIA by encouraging the local cargo business community to train and receive the IATA Center of Excellence for Independent Validators Pharma Certification ("IATA CEIV Pharma Certification") for the proper handling of temperature-sensitive pharma products. A total of nine members of the local cargo business community including five (5) airlines, one (1) ground handling company and two (2) international freight forwarders have obtained IATA CEIV Pharma Certifications. The IATA CEIV Pharma Certification is an industry competence standard that builds expertise in properly handling pharma and generates opportunities for business growth in an already large industry. In 2023, total volume of Pharma products transported through MIA was 14,810 metric tons valued at \$5.56 billion. During the five-year period of 2019-2023, MIA averaged over 17,500 metric tons of pharmaceutical air freight per year, and in 2023 Pharmaceutical products improved to MIA's 4th top export commodity by volume. In addition to strengthening capacity of handling pharma, the "MIA Pharma Hub" business community lends itself to attracting pharma manufacturers to base their operations close to the local MIA cargo and logistics community and to MIA's extensive international air route network. The pharma industry (as part of the Life Sciences industry) and the transport of pharma (Trade and Logistics industry), represent two of the top seven target industries of the County's One Community One Goal initiative and are considered to be higher than average paying industries.

MIA Foreign Trade Zone Development

The MIA Foreign Trade Zone ("FTZ") allows businesses within the zone to defer, reduce, or eliminate customs duties on goods passing through the airport or during the process of applying value-added services to the goods. Accordingly, MIA can position itself to attract new types of business, increase trade, enhance air service development and diversify the airport's revenue stream. The MIA FTZ magnet site is an expansion of Miami-Dade County's existing FTZ 281 granted to PortMiami. The LATAM Group is the first approved operator within MIA's FTZ magnet site.

The General Aviation Airports

In addition to MIA, the Aviation Department operates four (4) General Aviation Airports (the "GAAs"). Three (3) such GAAs are used for traditional general aviation activities such as fixed base operations, aircraft storage and maintenance facilities, and the fourth GAA is used primarily for training purposes. The following narrative describes the facilities at each of these airports.

Miami-Opa locka Executive Airport

The County acquired Miami-Opa locka Executive Airport ("OPF"), formerly Opa-locka Executive Airport, from the United States government in 1961. In 1962 the remainder of the former Naval Air Station Miami property, except for a portion reserved for the United States Coast Guard, was transferred to the County and became Opa-locka Executive Airport. In 1965, the U.S. Coast Guard Air Station Miami ("CGAS") transferred its aircraft and operations from its Dinner Key installation to the Opa-locka Airport, re-establishing CGAS on site. OPF encompasses 1,810 acres, and it is considered a reliever airport for MIA.

OPF has three active runways. The two east-west runways are 8,002 feet and 4,306 feet in length, respectively, and 150 and 100 feet in width respectively, with one runway having two Instrument Landing Systems ("ILS") and Category I capabilities. The southeast-northwest runway (the diagonal) is 6,800 feet in length and 150 feet in width, and also has ILS and Category I capability. Other facilities include corporate hangars, an aircraft rescue and firefighting facility and a Customs and Border Patrol private aircraft clearance facility. In addition, third parties operate or are in the process of developing a number of the facilities at OPF, including corporate hangars. The U.S. Coast Guard Air Station Miami; Miami-Dade County Police Department, Aviation Division; and Miami-Dade County Fire Rescue Department actively operate from OPF.

At OPF, there are currently over 500 acres leased for development. In 2007, the Aviation Department facilitated the release of large tracts of land held by developers since the late 1990s in order to accommodate various requests for additional facilities. Since that time, new facilities including corporate hangars, multiple fixed based operator ("FBO") buildings, an air traffic control tower, offices, retail/industrial facilities, motorsports facility, United States Post Office distribution center, Bombardier aircraft service center, and an Amazon distribution center were built. Total public and private investment at OPF since 2007 is approximately \$500 million. OPF continues to grow with additional development underway that includes an additional FBO, industrial warehouse, and aircraft storage hangars. In addition, Runway 9L/27R will undergo a \$28 million rehabilitation project beginning May 2024, projected to be completed by November 2024.

Miami-Executive Airport

Since its opening in 1967, Miami-Executive Airport ("TMB"), previously known as Kendall-Tamiami Executive Airport, has become one of the busiest general aviation airports in the United States, supporting 272,742 aircraft operations in 2023. TMB is a designated reliever airport for MIA. TMB's property is composed of 1,360 acres.

TMB's airfield consists of three active runways: two east-west runways of 6,000 feet and 5,002 feet in length, respectively, and 150 feet in width, and a southeast-northwest runway (diagonal) of 3,801 feet in length and 150 feet in width. The primary east-west runway is equipped with high intensity runway lighting, ILS and Category I capabilities; the secondary runways have medium intensity runway edge lighting. Facilities at TMB include FBOs, T-hangar bays, corporate hangars, an aviation museum and office space, some built by the Aviation Department and others by private parties. The County's Police and Fire Departments' aircraft are headquartered at TMB. The FAA operates the Air Traffic Control Tower. TMB has an airfield rescue and firefighting unit stationed at the airfield. Miami-Dade College's Eig-Watson School of Aviation has a satellite campus located at TMB, which provides flight training programs. TMB also has a Customs and Border Patrol facility to service international traffic.

Among TMB's major tenants are several aircraft maintenance businesses, FBOs, air taxi/charter operators, and flight schools. With its on-site aviation-related schools and the airport's close proximity to businesses in the South Florida region, TMB has a significant number of flight training, corporate, and charter operations. TMB is also experiencing a robust amount of real estate development within its boundaries, with six private developers investing approximately \$90 million within the next 10 years in new projects covering 75 acres of TMB land including a \$15 million dollar automobile dealership. Additionally, two current FBO's are investing over \$15 million dollars to increase their current capacity to be able to accommodate larger private general aviation aircraft.

In January 2024 the Aviation Department completed the second phase of a Runway Incursion Mitigation Project ("RIM") that extended Taxiway H west to the approach of Runway 9R, reduced the length of Runway 13/31 by 200 feet to eliminate the "hotspot", and a reconfiguration of midfield taxiways to minimize the possibility of runway incursions.

TMB Airport continues to grow and as part of the development plans the following projects are underway or are in the planning stages:

1. The construction and development of a new FAA Air Traffic Control Tower ("ATCT") replacing the outdated current ATCT.
2. The construction of two new hangars to replace hangars 221 and 222.

3. The construction of a new hangar adjacent to hangar building 121.
4. Security infrastructure facility improvements – replacing security gates from rollers to tracks and from wireless to fiber.
5. Development of a new Request for Proposals for non-aeronautical land development at the main entrance of the airport.
6. Widening of SW 128th Street will allow airport customers to have direct access to SW 128th Street and the new highway entrance to SR 874.
7. The development of a new aircraft taxiway and pre-flight run-up area to expand AOA access to additional development properties.

Miami-Homestead General Aviation Airport

Miami-Homestead General Aviation Airport ("X-51"), which was completed in 1963 and was rebuilt after suffering significant windstorm damage from Hurricane Andrew in 1992, serves the general public, agricultural users and recreational sports aviation users in the southern portion of the County. X-51 is in close proximity to the Everglades National Park and 20 minutes from Biscayne National Park. It is the closest airport to the Homestead/Miami Speedway and a short 30-minute drive to Key Largo and the Ocean Reef Yacht Club. The airport is located on 960 acres in an agricultural community minutes west of South Dade business areas and the City of Homestead.

Since 1992 more than \$5 million dollars has been invested in improvements at X-51, including new airfield signage and lighting, two FBOs, aircraft hangars and a self-service Jet-A and 100LL fuel dispensing station. X-51 has no landing fees.

Among X-51's tenants are two FBOs, Everglades National Park Helicopter Rangers, charter operators, and flight schools. With its on-site aviation-related schools and businesses and the airport's proximity to the Florida Keys and the Caribbean Islands, X-51 is an ideal stopover for those needing aviation related services. X-51 is also experiencing real estate development within its boundaries, with the current FBO expanding by investing over \$1 million dollars for a new aircraft storage hangar to increase capacity.

X-51 is undergoing a Security Enhancement Project partially funded by a grant from the Federal Department of Transportation in the amount of \$764,500.00. The Aviation Department has identified the need for an Airport Operations Area Fence, Security Cameras, High Mast Lighting, and Airside to Landside Gates and Matrix card readers to provide an improved level of safety and to enhance security. The project is expected to be completed by October 2024.

X-51's airfield consists of three general aviation runways: an east-west runway 3,000 feet in length and 75 feet in width; a parallel east-west turf runway 2,500 feet in length and 150 feet in width, reserved for ultra-light and glider activity; and a north-south runway 4,000 feet in length and 100 feet in width. Each of the paved runways has parallel lighted taxiways and medium intensity edge lighting. All taxiway lights were upgraded to LED lighting in 2014. In 2023, Runway 10/28 was resurfaced and grooved along with the repaving of Taxiways A and B.

The Dade-Collier Training and Transition Airport

The Dade-Collier Training and Transition Airport ("TNT"), located partially within the County and partially within Collier County, is approximately 38 miles west of MIA and was opened in 1970. It is used for commercial air carrier, military flight training, and private aircraft training. TNT's property is composed of 24,960 acres, which includes approximately 900 acres of developed and operational land.

TNT consists of a single east-west runway (10,500 feet in length and 150 feet in width), equipped with high-intensity runway lights and pavement geometry configured for efficient operation of wide-body aircraft. The County

owns all facilities at TNT. The ILS and medium intensity approach lighting system with runway alignment indicator lights have been decommissioned and removed by the FAA.

The undeveloped property of TNT is managed and operated by the Florida Fish and Wildlife Conservation Commission. Environmental concerns for the environmental protection of the Everglades resulted in the negotiation of the Everglades Jetport Pact, which is a multi-party agreement among the County, the State, and the United States (acting through the Secretary of Transportation and the Secretary of the Interior) restricting the development of TNT to a single runway and a parallel taxiway.

The County is currently examining options to determine how best to maximize revenue from these extremely environmentally sensitive premises.

Airport Insurance

General Liability

The County maintains third party liability insurance coverage for bodily injury and property damage arising from airport operations at MIA and the GAAs. The limit of liability is \$1 billion per occurrence, with a self-insured retention of \$50,000 per occurrence, and an annual aggregate of \$500,000. Terrorism coverage is provided under this program with a \$1 billion limit per occurrence for Terrorist Acts Certified by the U.S. Secretary of the Treasury and \$195 million in the aggregate for non-Certified Terrorist Acts.

Claims within the retention are administered by the County's Internal Services Department – Risk Management Division. The program complies with and is subject to the limitations of Florida Statutes, Section 768.28, regarding claims against governmental bodies.

Property Insurance

Aviation Department property is insured under the countywide master program (the "Countywide Master Program"), which covers most County properties subject to policy terms and conditions. The program covers damage to real and personal property and includes coverage for boiler and machinery, flood, and terrorism. Related loss prevention services are also provided under this program. The limit provided is \$335 million with a \$5 million deductible per occurrence for other than damage caused by terrorism or a named windstorm. For named windstorms, coverage is limited to \$135 million with a \$200 million deductible per occurrence. The County has \$195 million in coverage subject to a \$5 million per occurrence deductible for property damage caused by acts of terrorism. The current Countywide Master Program is effective through April 15, 2024.

Report of Insurance Consultant

The County has covenanted in the Trust Agreement to maintain a practical insurance program with reasonable terms, conditions, provisions and costs which the Aviation Director determines, with the approval of an independent risk management consultant ("Insurance Consultant"), will afford adequate protection against loss caused by damage to or destruction of all or any part of the Port Authority Properties and also such comprehensive public liability insurance on such Port Authority Properties for bodily injury and property damage and in such amounts as may be approved by the Insurance Consultant.

In its Trust Report and Insurance Program Review dated March 15, 2024 (the "2024 Insurance Program Review"), the Insurance Consultant, Siver Insurance Consultants, St. Petersburg Florida ("Siver"), concluded that, subject to comments included in the 2024 Insurance Program Review, the Aviation Department's current insurance program complies with the requirements of the Trust Agreement. Siver indicates that during the last few years significant improvements have been made in the insurance program. However, the firm continues to caution that the amount of property insurance purchased may be inadequate to cover damage arising out of a catastrophic event.

While the 2024 Insurance Program Review makes a number of recommendations, it identifies four priority recommendations, all of which reflect that all property of the Aviation Department is covered by the Countywide Master Program. The priority recommendations are as follows:

1. The purchase of a separate property insurance program insuring only the Aviation Department's facilities.
2. Increase the limit of property insurance, especially for named windstorm damage and all other perils.
3. Decrease the named windstorm deductible.
4. Increase the coverage limits for property damage caused by terrorism.

All such priority recommendations are subject to availability of such changes at a reasonable cost. The Aviation Director has forwarded the 2024 Insurance Program Review to the Trustee and Co-Trustee as a part of the annual insurance report required by the Trust Agreement.

Representatives of the County, the County Internal Services Department and the Aviation Department continue to explore practical measures to address the concerns and recommendations of the Insurance Consultant. These measures include reducing the property insurance deductible, investigating other means to secure the deductible, and developing a plan for the allocation of property loss recoveries between the Airport System and other County properties. Neither the County nor the Aviation Department can, however, give any assurances that it will be practical to improve the insurance program to meet all the concerns and recommendations of the Insurance Consultant, within reasonable terms, conditions, provisions and costs.

To comply with certain federal regulations, on an annual basis, the County submits for review detailed information on the County's property insurance programs to the Office of Insurance Regulation of the Florida Department of Financial Services. If the Office of Insurance Regulation determines the Countywide Master Program is not adequate, the County must acquire additional coverage or provide the Office of Insurance Regulation with a reasonable basis for not obtaining such coverage. The Office of Insurance Regulation has never determined the Countywide Master Program to be not adequate.

AIRPORT TRAFFIC ACTIVITY

The airlines at the Airport operate an extensive air service network, enhanced by multiple daily scheduled and non-scheduled flights. The Airport's stronghold market, the Latin America/Caribbean region, was served by more passenger flights from the Airport than from any other U.S. airport during calendar year 2023.

The Airport is a major transshipment point by air for the Americas. During 2023, the Airport handled 47.2% of all air imports and 55.2% of all air exports between the U.S. and the Latin American/Caribbean region. The Airport also maintained its ranking as the nation's number one airport in international freight (excluding mail) and became the second busiest U.S. gateway for international passengers during calendar year 2022 (most recent data available). In 2015, the IATA designated the Airport as the first pharmaceuticals (pharma) freight hub in the U.S. and only the second in the world at that time. This certification brands the airport to pharmaceutical manufacturers as a trusted industry leader that transports their products in accordance with global best practices.

The Airport stimulates a host of industries such as tourism, the cruise industry, and international banking and commerce. During calendar year 2023, the Airport was the port of entry for nearly 60% of all international passenger traffic arriving by air to the State, according to the U.S. Department of Transportation ("DOT") data. In terms of trade, the most recent Department of Commerce data for 2023 showed that the Airport handled 88.1% of the dollar value of the State's total air imports and exports, and 38.8% of the State's total air and sea trade internationally. The Airport is American Airlines' largest hub for international passengers and third largest for international cargo as of calendar year 2023, according to DOT data. American Airlines and its affiliates represent a majority of the MIA passengers at 60.3% of passengers for the Fiscal Year 2023, and an increase of 0.3 million passengers over 2019. LATAM and Delta also

recorded significant growth in the Fiscal Year 2023, up 48.1% and 16.1% over the Fiscal Year 2022, primarily due to the Joint Venture between both airlines in November 2022.

In 2018, the Aviation Department gained final approval from the U.S. Department of Commerce to designate the Airport as a Foreign Trade Zone ("FTZ") magnet site creating new synergies and opportunities for on-airport businesses. In 2023, LATAM Airlines Group became the first approved operator within the Airport's FTZ magnet site.

In calendar year 2023, the Airport served more than 52.3 million passengers, exceeding its record of 50.7 million set in 2022 by 3.3%. The Airport was the second busiest airport in Florida, behind Orlando International Airport, which had a total of 57.7 million travelers in 2023. In 2023, the Airport also matched its record of 2.8 million tons of freight set in 2021 and 2022, by handling 2.24 million tons of international freight and 0.55 million tons of domestic shipments.

**AIRPORT TRAFFIC ACTIVITY TRENDS FOR
MIAMI INTERNATIONAL AIRPORT
(For the Fiscal Year Ended September 30)**

Fiscal Year	Total Enplaned and Deplaned Passengers	Percentage Change	Landings and Take-Offs	Percentage Change	Total Enplaned and Deplaned Cargo (Tons) ⁽³⁾	Percentage Change
2014	40,844,964	1.8%	397,261	0.99%	2,187,474	2.50%
2015	43,347,129	6.1	405,896	2.17	2,206,306	0.86
2016	44,901,753	3.6	413,401	1.85	2,219,606	0.60
2017	43,758,409	(2.5) ⁽¹⁾	407,160	(1.51) ⁽¹⁾	2,247,913	1.28
2018	44,938,486	2.7	415,781	2.12	2,368,617	5.37
2019	45,811,583	1.9	415,032	(0.18)	2,346,241	(0.94)
2020 ⁽²⁾	25,382,384	(44.6)	288,754	(30.43)	2,304,051	(1.93)
2021 ⁽²⁾	30,219,088	19.1	337,322	16.81	2,645,956	14.84
2022	49,733,342	64.6	457,154	35.52	2,807,140	6.09
2023	51,563,044	3.7	453,067	(0.89)	2,770,981	(1.29)
<u>Six-months ended 3/31</u>						
2023	26,046,562	7.41	231,807	(1.07)	1,408,322	(3.94)
2024	28,376,837	8.95	250,179	7.93	1,454,003	3.24

⁽¹⁾ Hurricanes Matthew (October 2016) and Irma (September 2017) contributed to the decrease in total passengers and landings and take-offs in Fiscal Year 2017 when compared to the previous fiscal year.

⁽²⁾ COVID-19 (starting in March 2020) and the resultant government measures and changes in passenger travel behavior resulted in significant reductions in passenger traffic in Fiscal Years 2020 and 2021 when compared to prior fiscal years. See "CERTAIN INVESTMENT CONSIDERATIONS – Coronavirus (COVID-19)" herein for more information.

⁽³⁾ Freight plus mail.

Source: Miami-Dade County Aviation Department.

The wide range of international air service, along with positive international air route development programs, contribute to the Airport's importance as a worldwide international connecting hub for many air carriers. As indicated in the following table, the Airport ranked second in the United States in international enplaned and deplaned passengers and first in the number of tons of international cargo, excluding mail, and second in the number of

international passengers in calendar year 2022. These statistics are summarized in the table below (the most recent period for which such information is available):

**TOP FIVE U.S. AIRPORTS' INTERNATIONAL ACTIVITY RANKINGS
(For Calendar Year 2022)**

International Enplaned/Deplaned Passengers		International Enplaned/Deplaned Freight (U.S. Tons)⁽¹⁾	
1. New York Kennedy (JFK)	26,838,256	1. Miami International (MIA)	2,246,127
2. Miami International (MIA)	21,389,401	2. Chicago O'Hare (ORD)	1,785,013
3. Los Angeles (LAX)	15,949,915	3. Los Angeles (LAX)	1,745,118
4. Newark (EWR)	11,621,707	4. New York Kennedy (JFK)	1,079,692
5. Chicago O'Hare (ORD)	11,274,674	5. Louisville (SDF)	767,795

⁽¹⁾ ACI rankings include Ted Stevens Anchorage International Airport ("ANC"). The Airport excludes ANC from its rankings because of ANC's particular methodology of accounting for freight. The Airport's total freight reflects only enplaned and deplaned freight, while ANC chooses to include a large amount of transit (same aircraft) freight.

Source: Airports Council International ("ACI") and Miami-Dade County Aviation Department.

The top five U.S. airports based on the number of international passengers for the calendar year 2023 (the most recent data available), together with FLL, are listed below. Also shown below are the number of enplaned passengers and the percentage for the same airports for the calendar year 2018. Since April 2022, international passenger volumes at the Airport have exceeded 2019 levels in nearly all months.

**INTERNATIONAL ENPLANED PASSENGERS
(in thousands)**

(Top Five U.S. Airports, Fort Lauderdale-Hollywood International Airport (FLL), All Other U.S. Airports)

12 Months Ended December 31, 2018			12 Months Ended December 31, 2023		
Airport	Passengers	Percentage	Airport	Passengers	Percentage
JFK	16,644	14.0%	JFK	16,344	13.8%
LAX	12,762	10.7	MIA	10,784	9.1
MIA	10,563	8.9	LAX	10,745	9.1
EWR	6,970	5.8	EWR	7,249	6.1
SFO	6,877	5.8	SFO	6,809	5.8
FLL	4,184	3.5	FLL	6,550	3.1
Other U.S. Airports	61,168	51.3	Other U.S. Airports	62,387	52.9
Total	<u>119,168</u>	<u>100.0%</u>	Total	<u>118,017</u>	<u>100.0%</u>

Sources: U.S. DOT, Schedule T100.

The table below shows the number of domestic, international and total enplaned passengers for MIA and Fort-Lauderdale-Hollywood International Airport.

[Remainder of page intentionally left blank]

**ENPLANED PASSENGERS
MIAMI INTERNATIONAL AIRPORT VERSUS
FORT LAUDERDALE-HOLLYWOOD INTERNATIONAL AIRPORT
(12 Months Ended September 30)**

	Miami			Fort Lauderdale		
	Domestic	International	Total	Domestic	International	Total
2014	10,342,784	9,877,147	20,219,931	9,844,866	2,179,848	12,024,714
2015	11,197,406	10,177,689	21,375,095	10,515,257	2,699,212	13,214,469
2016	11,774,663	10,379,626	22,154,289	11,329,962	3,022,648	14,352,610
2017	11,132,819	10,469,975	21,602,794	12,252,383	3,552,834	15,805,217
2018	11,571,473	10,648,950	22,220,423	13,358,448	4,302,731	17,661,179
2019	11,680,797	11,004,277	22,685,074	13,620,730	4,543,697	18,164,427
2020 ⁽¹⁾	7,175,682	5,473,927	12,649,608	8,358,846	2,324,736	10,683,582
2021 ⁽¹⁾	9,792,146	5,344,062	15,136,208	10,608,885	1,874,020	12,482,905
2022 ⁽¹⁾	14,842,208	10,095,774	24,937,982	12,372,384	3,023,220	15,395,604
2023	14,314,324	11,436,986	25,751,310	13,332,928	3,783,735	17,116,663
Five- months ended <u>2/28 & 29</u>						
2023	5,851,125	4,778,007	10,629,132	5,388,846	1,566,093	6,954,939
2024	6,393,209	5,139,500	11,532,709	6,539,584	1,692,612	8,232,196

⁽¹⁾ COVID-19 (starting in March 2020) and the resultant government measures and changes in passenger travel behavior have resulted in significant reductions in passenger traffic in Fiscal Years 2020 and 2021 when compared to prior fiscal years. See "CERTAIN INVESTMENT CONSIDERATIONS – Coronavirus (COVID-19)" herein for more information.

Source: Miami-Dade County Aviation Department; Broward County Aviation Department.

For the fiscal year ended September 30, 2023, of the 25,751,310 enplaned passengers, 17,782,696 were originating passengers and 7,968,614 were connecting passengers.

[Remainder of page intentionally left blank]

The table below shows the top 10 domestic and international markets to and from which enplaning and deplaning passengers at MIA are traveling.

**TOP TEN MARKETS AND TOTAL PASSENGERS
(Calendar Year 2023)**

Domestic		International	
City	Passengers	Country	Passengers
1. New York, New York	4,848,034	1. Colombia	2,163,694
2. Atlanta, Georgia	2,080,072	2. Mexico	1,533,682
3. Washington D.C.	1,625,480	3. Dominican Republic	1,308,866
4. Chicago, Illinois	1,522,937	4. Cuba	1,225,539
5. Dallas/Fort Worth, Texas	1,512,791	5. Brazil	1,114,476
6. Los Angeles, California	1,279,757	6. United Kingdom	971,289
7. Boston, Massachusetts	1,128,403	7. Spain	885,589
8. Houston, Texas	1,026,257	8. Panama	866,795
9. Charlotte, North Carolina	1,013,813	9. Peru	774,161
10. Philadelphia, Pennsylvania	982,119	10. Canada	773,421

Source: U.S. DOT Schedule, T100.

The table below shows (1) international enplaned and deplaned passengers as a percentage of total enplaned and deplaned passengers at MIA and (2) international cargo as a percentage of total cargo at MIA.

**AIRPORT INTERNATIONAL ACTIVITY
PERCENTAGES OF PASSENGERS AND CARGO
(For the Fiscal Year Ended September 30)**

Fiscal Year	Enplaned and Deplaned International Passengers as a Percentage of Total Passengers	Enplaned and Deplaned International Cargo as a Percentage of Total Cargo
2014	49%	88%
2015	48	87
2016	57	86
2017	49	86
2018	48	84
2019	49	82
2020 ⁽¹⁾	43	82
2021 ⁽¹⁾	35	82
2022	40	81
2023	44	80
Six-months ended		
March 31		
2023	44	81
2024	44	82

⁽¹⁾ Decline a result of the COVID-19 pandemic. See "CERTAIN INVESTMENT CONSIDERATIONS – Coronavirus (COVID-19)" herein for more information.

Source: Miami-Dade County Aviation Department.

The table below shows the number and percentage of Origin-Destination enplaned passengers versus connecting enplaned passengers to the Caribbean, Central America and South America at each of the selected airports.

**ENPLANED PASSENGERS FROM THE U.S. TO THE CARIBBEAN,
CENTRAL AMERICA AND SOUTH AMERICA
AT SELECTED U.S. GATEWAY AIRPORTS**

Calendar Year 2023 Airport	Origin-Destination Enplaned Passengers		Connecting Enplaned Passengers		Total
	O&D	% of Total	Connecting	% of Total	
Miami International (MIA)	4,526,777	60.9%	2,903,911	39.1%	7,430,688
New York (JFK - LGA - EWR)	5,665,177	89.8	642,478	10.2	6,307,655
Fort Lauderdale (FLL)	1,798,515	66.1	923,832	33.9	2,722,347
Atlanta (ATL)	779,169	36.8	1,338,835	63.2	2,118,004
Houston (IAH) Worth	751,301	41.4	1,064,905	58.6	1,816,206
Orlando (MCO)	1,149,865	81.0	269,951	19.0	1,419,816

Notes: Mexico not included. Domestic-to-international connections and international-to-international connections on U.S. airlines. International-to-international connections on foreign-flag airlines are included with O&D figures.

Sources: U.S. DOT, Schedules T100; *Air Passenger Origin-Destination Survey*, reconciled to Schedules T100.

The table below shows the number of outbound Origin-Destination passengers from MIA to the selected destinations for the past 10 Fiscal Years.

**INTERNATIONAL ORIGIN-DESTINATION OUTBOUND PASSENGERS
(In thousands)**

Fiscal Year End <u>September 30</u>	<u>South America</u>	<u>Central America</u>	<u>Mexico</u>	<u>Caribbean</u>	<u>Transatlantic (Europe, Mid- East, Africa)</u>	<u>Canada</u>	<u>Total</u>
2014	2,280	613	341	870	1,272	233	5,608
2015	2,168	553	370	885	1,456	236	5,668
2016	2,202	585	463	965	1,666	235	6,115
2017	2,090	605	459	1,228	1,824	241	6,448
2018	2,077	624	429	1,315	1,801	259	6,506
2019	2,140	735	491	1,506	1,931	320	7,124
2020 ⁽¹⁾	944	347	281	711	980	173	3,437
2021 ⁽¹⁾	1,039	538	451	664	358	0	3,052
2022	1,556	792	567	1,091	1,380	185	5,570
2023	1,785	788	523	1,350	1,834	293	6,572

⁽¹⁾ COVID-19 (starting in March 2020) and the resultant government measures and changes in passenger travel behavior resulted in significant reductions in passenger traffic in Fiscal Years 2020 and 2021 when compared to prior fiscal years. See "CERTAIN INVESTMENT CONSIDERATIONS – Coronavirus (COVID-19)" herein for more information.

Notes: Because foreign-flag carriers do not report passenger numbers to the U.S. DOT O&D Survey, estimates prepared by LeighFisher were used to develop the data in the above table. Figures reflect passengers on scheduled flights only. Rows may not add to totals shown because of rounding.

Sources: U.S. DOT, Schedule T100; U.S. DOT, *Air Passenger Origin Destination Survey*, reconciled to Schedule T100.

In April 2024, the Aviation Department's traffic engineers developed an air traffic forecast, which included enplaned passenger projections for the Fiscal Years 2024 through and including 2029. These scenarios included a base-case forecast, a high scenario forecast and a low scenario forecast. Based on the base-case forecast, the traffic engineer made the following projections for enplaned passengers at the Airport:

<u>Fiscal Year</u>	<u>Enplaned Passengers</u>
2024	27,750,000
2025	28,150,000
2026	28,550,000
2027	28,950,000
2028	29,350,000
2029	29,750,000

These projections are based on certain assumptions that were provided by or reviewed and agreed to by the Aviation Department. Such projections are subject to a degree of uncertainty and may materially vary from actual results. "See "CERTAIN INVESTMENT CONSIDERATIONS – Actual Results May Differ from Projections and Assumptions" herein.

[Remainder of page intentionally left blank]

Airlines Serving the Airport

As of March 2024, scheduled service was provided at the Airport by 98 airlines; of these, 54 provide domestic or international passenger or passenger-cargo combination service, and 28 provide scheduled all-cargo service. The number of carriers providing scheduled service varies monthly. As of March 2024, non-scheduled service on charter authority was provided by 16 airlines, six of which provide domestic or international passenger or passenger cargo combination service, and 10 of which provide all cargo service.

54 SCHEDULED PASSENGER/CARGO COMBINATION CARRIERS

10 U.S. Scheduled Passenger/Cargo Combination Carriers, including Commuters

Alaska Airlines*	JetBlue Airways*
American Airlines*	Southwest Airlines*
Envoy Air*	Spirit Airlines*
Delta Air Lines*	Sun Country* ⁽¹⁾
Frontier Airlines*	United Airlines* (Mesa/Republic Air)

* Signatory Airline

⁽¹⁾ This airline generally operates flights seasonally.

Source: Miami-Dade County Aviation Department.

44 Foreign Scheduled Passenger/Cargo Combination Carriers⁽¹⁾

Aerolineas Argentinas (Argentina)*	KLM (Netherlands)* ⁽²⁾
Aeromexico (Mexico)*	LATAM Airlines Group (Chile)*
Aer Lingus (Ireland)*	LOT Polish Airlines (Poland)*
Air Canada (Canada)*	Lufthansa (Germany)*
Air Europa (Spain)*	Norse Atlantic Airways AS (Norway)
Air France (France)*	Norse Atlantic Airways UK (U.K.)
Air Transat (Canada)*	Porter Airlines (Canada)
Avianca (Columbia)*	Qatar Airways (Qatar)* ⁽³⁾
Bahamasair (Bahamas)*	Red Air (Dominican Republic)
BOA - Boliviana de Aviacion (Bolivia)*	Royal Air Maroc (Morocco)*
British Airways (United Kingdom)*	SAS Scandinavian Airlines (Scandinavia)* ⁽³⁾
Caribbean Airlines (Trinidad and Tobago)*	SKY Airways Peru (Peru)*
Cayman Airways (Cayman Islands)*	Sky High (Dominican Republic)
Condor (Germany)	Surinam Airways (Suriname)*
COPA (Panama)*	Swiss International Airlines (Switzerland)*
El Al Israel Airlines (Israel)*	TACA International (El Salvador)
Emirates (UAE)* ⁽³⁾	TAP Air Portugal (Portugal)*
Finnair (Finland)* ⁽²⁾	Turkish Airlines (Turkey)* ⁽³⁾
French Bee (France)	Virgin Atlantic (United Kingdom)*
GOL (Brazil)*	Volaris (Mexico)*
Iberia (Spain)*	Volaris El Salvador (El Salvador)
ITA Airways (Italy)*	WestJet (Canada)* ⁽²⁾

* Signatory Airline

⁽¹⁾ LEVEL began service at the Airport on March 31, 2024 and is currently operating as a marketing brand for Iberia. Avelo also began service at the Airport in June 2024 and Viva is also expected to begin service at the Airport in July 2024.

⁽²⁾ This airline generally operates flights seasonally.

⁽³⁾ This airline provides separate freighter scheduled service at the Airport.

Source: Miami-Dade County Aviation Department.

28 SCHEDULED ALL CARGO CARRIERS

12 U.S. Scheduled All Cargo Carriers

ABX Air*
 Aeronaves TSM (UPS feeder)
 Air Cargo Carriers (UPS Feeder)
 Amerijet*
 Atlas Air (separate passenger charter service)*
 Federal Express (FedEx)*
 IBC Airways*
 Mountain Air Cargo (FedEx Feeder)
 Polar Air Cargo*
 SkyLease (Tradewinds Airlines)*
 United Parcel Service (UPS)*
 Western Global Airlines*(1)

16 Foreign Scheduled All Cargo Carriers

AER Caribe, S.A. (Colombia)
 Aerounion (Mexico)
 Cargolux Airlines Int'l (Luxembourg)
 CargoJet Airways (Canada)
 Cathay Pacific Airways (Hong Kong)
 China Airlines (Taiwan)*
 DHL Aeroexpreso (Panama)*
 Estafeta (Mexico)*
 Ethiopian Airlines (Ethiopia)*
 Korean Air (Korea)*
 LATAM Cargo Chile (Chile)*
 LATAM Cargo Colombia (Colombia)*
 Martinair Cargo (Holland)
 MAS Air*
 Tampa Cargo, dba as Avianca (Colombia)*
 Transportes Aereos Bolivianos (Bolivia)

* Signatory Airline

(1) This airline generally operates flights seasonally.

Source: Miami-Dade County Aviation Department.

16 NON-SCHEDULED SERVICE CARRIERS

5 U.S. Passenger/Cargo Combination Carriers	9 U.S. All Cargo Carriers	1 Foreign Passenger/Cargo Carriers	1 Foreign All-Cargo Carriers
Eastern Air Express	21 AIR	Air Century (Dominican Republic)	Skybus (Peru)
Eastern Airlines*	Air Transport International*		
GlobalX*	IFL Group		
Swift Air*	Kalitta Air*		
World Atlantic Airlines*	Kalitta Air Charters II*		
	National Air Charters*		
	National Airlines*		
	Northern Air Cargo*		
	Sky Way Enterprises		

* Signatory Airline

Source: Miami-Dade County Aviation Department.

Spirit Airlines and JetBlue Airways have each decreased their traffic activity at the Airport since they began service during the COVID-19 pandemic. Spirit Airlines began with over 25 scheduled flights per day in December 2021 and will decrease to 15 scheduled flights per day beginning in June 2024. JetBlue Airways began with 13-15 scheduled flights per day in April 2021 and will decrease to 3 scheduled flights per day beginning in July 2024. Such declines are, in part, due to defects in Pratt & Whitney geared turbine engines which has resulted in the grounding of some aircraft for mandatory inspections. As a result of JetBlue's decreased activity, the Department has issued a recapture notice of a preferential gate with Jet Blue. Pursuant to the AUA, JetBlue has a 90-day cure period, which expires on July 17, 2024. See "SECURITY FOR THE SERIES 2024 BONDS – Airline Use Agreement" herein. Spirit Airlines and JetBlue Airways departures account for less than 6% of total departures from the Airport for the first 10 months of the Fiscal Year 2024.

Delta and LATAM have each increased their service to the Airport since the beginning of their joint venture in October 2022. Delta has increased from 20-25 departures per day in the late 2020 to early 2021 to over 30 departures per day and LATAM has increased to over 10 departures per day from a pandemic low of 1-3 departures per day.

[Remainder of page intentionally left blank.]

Selected Carrier Activity

ENPLANED PASSENGERS

	6-Months Ended March 31,				Fiscal Year Ended September 30,									
	2024		2023		2023		2022		2021 ⁽¹⁾		2020 ⁽¹⁾		2019	
	Number	Total %	Number	Total %	Number	Total %	Number	Total %	Number	Total %	Number	Total %	Number	Total %
American	7,796,137	55.16%	7,250,902	55.97%	14,458,801	56.15%	14,406,951	57.77%	9,110,461	60.19%	7,599,287	60.08%	13,571,239	59.82%
Delta	919,825	6.51	718,835	5.55	1,546,141	6.00	1,363,225	5.47	1,020,640	6.74	757,233	5.99	1,348,161	5.94
American Eagle/Envoy	638,751	4.52	548,739	4.24	1,082,329	4.20	1,376,335	5.52	1,016,860	6.72	834,632	6.60	1,604,791	7.07
Spirit	580,016	4.10	639,671	4.94	1,192,525	4.63	1,159,176	4.65	0	0.00	0	0.00	0	0.00
United	496,877	3.52	414,431	3.20	746,144	2.90	689,225	2.76	607,654	4.01	454,926	3.60	632,102	2.79
LATAM	419,246	2.97	331,309	2.56	695,338	2.70	466,758	1.87	207,266	1.37	94,192	0.74	170,711	0.75
Southwest	411,693	2.91	428,453	3.31	797,654	3.10	848,254	3.40	543,663	3.59	0	0.00	0	0.00
Frontier	312,875	2.21	266,047	2.05	591,552	2.30	671,594	2.69	688,794	4.55	313,941	2.48	193,910	0.85
Avianca	266,541	1.89	189,261	1.46	455,487	1.77	301,799	1.21	203,796	1.35	186,277	1.47	403,898	1.78
COPA	203,076	1.44	183,176	1.41	378,131	1.47	331,418	1.33	271,305	1.79	154,930	1.22	299,503	1.32
JetBlue	159,782	1.13	211,068	1.63	387,012	1.50	449,336	1.80	407,341	2.69	0	0.00	0	0.00
All Others	1,929,130	13.65	1,772,630	13.68	3,420,196	13.28	2,873,911	11.52	1,058,428	6.99	2,254,191	17.82	4,460,759	19.66
Total	14,133,949	100.00	12,954,522	100.00	25,751,310	100.00	24,937,982	100.00	15,136,208	100.00	12,649,609	100.00	22,685,074	100.00

⁽¹⁾ COVID-19 (starting in March 2020) and the resultant government measures and changes in passenger travel behavior resulted in significant reductions in passenger traffic in Fiscal Years 2020 and 2021 when compared to prior fiscal years. See "CERTAIN INVESTMENT CONSIDERATIONS – Coronavirus (COVID-19)" herein for more information.

Note: Percentages may not total 100% due to rounding.

Source: Miami-Dade County Aviation Department

[Remainder of page intentionally left blank.]

COMMERCIAL AIRCRAFT LANDED WEIGHT (1,000 LBS.)

	6-Months Ended March 31,				Fiscal Year Ended September 30,									
	2024		2023		2023		2022		2021 ⁽¹⁾		2020 ⁽¹⁾		2019	
	Number	Total %	Number	Total %	Number	Total %	Number	Total %	Number	Total %	Number	Total %	Number	Total %
American	8,817,084	37.83%	8,216,231	38.12%	16,019,271	68.73%	16,893,841	40.33%	12,584,080	38.77%	10,092,273	36.46%	16,268,576	42.97%
LATAM	1,277,797	5.48	1,029,562	4.78	2,130,582	9.14	1,673,475	3.99	1,598,101	4.92	789,315	2.85	651,020	1.72
Delta	1,021,999	4.39	751,312	3.49	1,647,856	7.07	1,334,746	3.19	1,286,047	3.96	922,943	3.33	1,360,045	3.59
Atlas	981,450	4.21	821,377	3.81	1,869,194	8.02	1,658,565	3.96	1,508,094	4.65	1,610,914	5.82	1,598,967	4.22
American Eagle/Envoy	760,005	3.26	664,710	3.08	1,285,482	5.52	1,630,194	3.89	1,298,658	4.00	1,153,868	4.17	1,772,547	4.68
United Parcel Service	568,178	2.44	647,779	3.01	1,234,214	5.30	1,387,882	3.31	1,424,662	4.39	1,267,425	4.58	1,131,516	2.99
Spirit	561,819	2.41	605,958	2.81	1,132,167	4.86	1,208,756	2.89	0	0.00	0	0.00	0	0.00
United	561,505	2.41	458,163	2.13	840,043	3.60	810,659	1.94	709,899	2.19	558,414	2.02	652,178	1.72
Southwest	486,297	2.09	477,797	2.22	898,344	3.85	988,770	2.36	693,071	2.14	0	0.00	0	0.00
Tampa Cargo	452,648	1.94	530,292	2.46	970,744	4.17	1,065,953	2.54	1,006,481	3.10	858,627	3.10	776,440	2.05
Amerijet Int'l	372,872	1.60	459,812	2.13	819,699	3.52	861,735	2.06	867,566	2.67	618,754	2.24	675,776	1.79
All Others	7,444,283	31.94	6,891,698	31.97	13,373,855	57.38	12,379,627	29.55	9,483,234	29.22	9,809,212	35.44	12,971,168	34.26
Total	23,305,937	100.00	21,554,691	100.00	42,221,451	181.16	41,894,203	100.00	32,459,893	100.00	27,681,745	100.00	37,858,233	100.00

⁽¹⁾ COVID-19 (starting in March 2020) and the resultant government measures and changes in passenger travel behavior resulted in significant reductions in passenger traffic in Fiscal Years 2020 and 2021 when compared to prior fiscal years. See "CERTAIN INVESTMENT CONSIDERATIONS – Coronavirus (COVID-19)" herein for more information.

Note: Percentages may not total 100% due to rounding.

Source: Miami-Dade County Aviation Department.

[Remainder of page intentionally left blank.]

FLIGHT OPERATIONS (TAKE-OFFS AND LANDINGS)

	6-Months Ended March 31,				Fiscal Year Ended September 30,									
	2024		2023		2023		2022		2021 ⁽¹⁾		2020 ⁽¹⁾		2019	
	Number	Total %	Number	Total %	Number	Total %	Number	Total %	Number	Total %	Number	Total %	Number	Total %
American	102,725	41.06%	92,911	40.08%	186,007	74.35%	187,051	40.92%	127,743	37.87%	113,251	39.22%	181,419	43.71%
American Eagle/Envoy	20,266	8.10	17,731	7.65	34,285	13.70	43,549	9.53	36,953	10.95	37,128	12.86	57,956	13.96
Delta	12,465	4.98	9,087	3.92	20,004	8.00	16,933	3.70	16,780	4.97	12,182	4.22	18,836	4.54
LATAM	7,981	3.19	6,066	2.62	12,739	5.09	9,223	2.02	8,491	2.52	4,256	1.47	3,547	0.85
Spirit	7,601	3.04	8,356	3.60	15,556	6.22	16,358	3.58	0	0.00	0	0.00	0	0.00
United	7,194	2.88	6,030	2.60	11,207	4.48	11,028	2.41	9,848	2.92	7,583	2.63	9,065	2.18
Southwest	6,878	2.75	6,712	2.90	12,644	5.05	14,345	3.14	10,457	3.10	0	0.00	0	0.00
Atlas	3,946	1.58	3,004	1.30	6,889	2.75	5,944	1.30	5,306	1.57	6,174	2.14	5,937	1.43
Frontier Airlines	3,860	1.54	3,280	1.41	7,185	2.87	9,418	2.06	9,489	2.81	4,542	1.57	2,290	0.55
United Parcel Service	3,591	1.44	4,369	1.88	8,219	3.29	9,379	2.05	9,793	2.90	9,307	3.22	8,471	2.04
Avianca	3,398	1.36	2,686	1.16	6,338	2.53	4,075	0.89	2,689	0.80	2,977	1.03	5,861	1.41
All Others	70,274	28.09	71,575	30.88	131,994	52.76	129,851	28.40	99,773	29.58	91,354	31.64	121,650	29.31
Total	250,179	100.00	231,807	100.00	453,067	181.10	457,154	100.00	337,322	100.00	288,754	100.00	415,032	100.00

⁽¹⁾ COVID-19 (starting in March 2020) and the resultant government measures and changes in passenger travel behavior resulted in significant reductions in passenger traffic in Fiscal Years 2020 and 2021 when compared to prior fiscal years. See "CERTAIN INVESTMENT CONSIDERATIONS – Coronavirus (COVID-19)" herein for more information.

Note: Table reflects only commercial flights and excludes military and general aviation flights. Percentages may not total 100% due to rounding.

Source: Miami-Dade County Aviation Department.

[Remainder of page intentionally left blank.]

Air Service Incentive Program

In October 2022, the Airport's seventh Air Service Incentive Program ("ASIP7") was implemented by the Aviation Department. ASIP7 complements the strategies and objectives of the airport's air service development efforts while encouraging incumbent carriers at MIA to consider expansion and new market development. ASIP7 offers four separate programs: Program A – for new international passenger markets presently not served from MIA and for international routes from secondary airports from an international destination that is presently served from MIA; Program B – for new international passenger carriers serving an international destination from MIA; Program C – for new international seasonal passenger service from an international destination that is presently not served from MIA; and Program D – for new international all-cargo routes presently not served from MIA. The four programs include a marketing support incentive, in which, the carrier will be offered the opportunity to participate in a matching funds advertising campaign to assist in promoting the new route. The primary goal of ASIP7 is to stimulate international passenger and cargo service at the Airport, and to increase revenues at the Airport. Even with a waiver of Landing Fees, each new flight generates revenue, including, but not limited to, concourse user fees, terminal rental and other fees, PFCs, and concession revenues.

The following airlines are currently on the ASIP7: French bee (foreign passenger carrier), Norse Atlantic Airways AS (foreign passenger carrier) and Norse Atlantic Airways UK (foreign passenger carrier). These airlines will be receiving aggregate landing fee benefits totaling \$472,249.44 at the end of a 12-month period. If the airlines under Program A maintain their level of service, they would then qualify for an additional 12-month period for a total of a 24-month promotional period. In addition, the marketing support incentive under Program A, offers the carriers the opportunity to participate in a matching funds advertising campaign to assist in promoting the new route. The Aviation Department will offer the carrier up to \$200,000 per year, for two separate years, to be matched with an equal amount from the carrier to establish a mutually agreed upon advertising campaign. The carrier must initiate and maintain a minimum of 3 weekly flights to qualify and receive this incentive. The airlines under Program B are also offered the opportunity to participate in a matching funds advertising campaign in which the Aviation Department will offer the carrier up to \$200,000 within the 12-month benefit period, to be matched with an equal amount from the carrier to establish a mutually agreed upon advertising campaign.

CAPITAL IMPROVEMENT PROGRAM

The Board approved the current CIP on June 4, 2019.

In 2020, the Aviation Department completed its Supplemental Airport Master Planning Study, which updated the previously completed 2009 Strategic Airport Master Planning Study ("SMP"). The SMP addressed the 20-year capacity and operational needs for the Airport and the County's four general aviation airports. The SMP also evaluated MIA's longer-range needs for a strategic planning horizon that extended to the 2050 timeframe. The Supplemental Airport Master Planning Study refined the Aviation Department's overall approach to implementing the long-term capital needs for its airports to continue providing a high level of service to the surrounding communities.

The CIP has been structured to facilitate the "phasing in" and "phasing out" of capital projects in order to adjust to emerging airline needs or changing conditions, and to allow for the utilization of MIA during construction. Furthermore, it provides a path for responding to MIA's present and future growth needs. Impacted by post-Covid market conditions, escalation costs, and inflationary pressures, the Fiscal Year 2024-2025 proposed budget and multi-year capital plan totals \$7.4 billion, provided, however, there are no assurances that the Board will approve the full amount of this revised capital plan or that the proposed budget or capital plan will not be further amended in the future.

Some recommendations from the SMP have been incorporated into the new CIP that includes projects and funding sources from Fiscal Year 2015 through Fiscal Year 2035.

- The Fiscal Year 2024-2025 Proposed Budget and Multi-Year Capital Plan includes a Multi-Year CIP which has 24 subprograms, plus the Contingency for the current and future projects:

MIA Central Base Apron and Utilities Subprogram	MIA Cargo and Non-Terminal Buildings Subprogram
MIA Concourse E Subprogram	MIA Landside/Roadways Subprogram
MIA South Terminal Subprogram	MIA Fuel Facilities Subprogram
MIA Miscellaneous Projects Subprogram	General Aviation Airports Subprogram
MIA Passenger Boarding Bridges Subprogram	MIA Land Acquisition Subprogram
MIA Airfield/Airside Projects Subprogram	MIA Support Projects Subprogram
MIA North Terminal Subprogram	MIA Reserve Maintenance Subprogram
MIA Central Terminal Subprogram	MIA Airport Wide Subprogram
MIA South Terminal Expansion Subprogram	MIA Bridge Subprogram
MIA Terminal Wide Projects Subprogram	MIA Building Recertification Subprogram
MIA Terminal Wide Roof Subprogram	MIA Conveyance Equipment Subprogram
MIA Terminal Wide Restrooms Subprogram	MIA Fuel Facilities Replacement Subprogram

- MIA Central Base Apron and Utilities Subprogram:* This subprogram consists of the complete replacement, reconfiguration, and expansion of existing apron with new flexible and rigid pavement, located east of the old Pan American Hangar Building #3095. The scope includes demolition of culvert and filling of the existing canal; new utilities including storm drainage, water, electrical and new pavement markings. This subprogram reconfigures and expands the area for additional hardstand aircraft parking positions and optimal/efficient gate utilization. Construction work started during the second quarter of Fiscal Year 2019. This project is substantially completed.
- MIA Concourse E Subprogram:* This subprogram is necessary for MIA to meet the expansion needs of the Airport's hub carrier, American Airlines, and to provide a safe and efficient terminal facility. This Terminal renovation work includes 20 projects that allow for the replacement of all of the passenger boarding bridges (PBBs), a new Chiller Plant to meet the preconditioned air ("PC Air") demands created by the new Concourse E aircraft mix as well as the addition of PC Air to the Concourse E PBBs, elevators, escalators, the train that connects Satellite Concourse E with Lower Concourse E, roof replacement, finishes, the upgrading of life safety features, installation of lightning protection and Visual Docking Guiding Systems ("VDGS") and the replacement of mechanical, and electrical equipment. In addition, the entire airside apron pavement area surrounding Concourse E Satellite has been rehabilitated. At present, the program completed interior renovations and modifications at Concourse E and E Satellite, the installation of eleven new PBBs at Concourse E Satellite, the pavement rehabilitation for all nine E Satellite south and north gates, roofing and glazing repairs in the Satellite E and Lower Concourse E and Phase 1 of the E Federal Inspection Station ("FIS") renovations.
- MIA South Terminal Subprogram:* This subprogram consists of a combination of three projects located in the surrounding area of the South Terminal. These projects are the MIA Central Terminal Baggage Handling System ("BHS") Enhancement Project, the Concourse H Roof Replacement Project, and the MIA Concourse H Gates & Internationalization. The MIA Central BHS Enhancement includes the implementation of a fully automated, checked baggage inspection system ("CBIS") for Concourses E through J. In addition, this project incorporates the construction of a three-story building, approximately 82,000 square feet in total, to house this new BHS system. The project achieved and was awarded LEED Gold Certification rating. The Concourse H Roof Replacement consisted of removal and replacement of all Concourse H roofing, with a 20-year modified bitumen SBS system. The MIA Concourse H Gates & Internationalization project consists of upgrades to the Airport Operations Area ("AOA") door kits, addition of VDGS at all Concourse H and J Gates, and the removal of two vertical cores which include escalators and stairs at Concourse H. Today the South and Central Terminal BHS Improvements Project and Concourse H Roof Replacement Project are completed, and the MIA Concourse H Gates & Internationalization Project is under design.

- MIA Miscellaneous Projects Subprogram:* This subprogram includes projects within the Airport limits. The Miscellaneous Projects include ten projects which address the rehabilitation of Taxiways T & S and realignment of Taxiway R, building a new Airport Operations Control ("AOC") room, constructing a new employee parking garage, replacing the Central Terminal ticket counters, and parking garage structural repairs. The MIA Taxiway T & S Pavement Rehabilitation & Taxiway R Realignment project includes work required to rehabilitate taxiways T & S to accommodate aircraft upgrades needed to support airport/airline operations. The alignment modifications to taxiway R are needed to support future development. The AOC consists of the interior construction along with finishes of approximately 20,000 square feet of shell space located on the third level of Concourse D that will house mission-critical departments required for airport operations. The MIA Employee Parking Garage project includes a multi-level parking garage structure east of the existing Flamingo Garage and south of the existing Dolphin Garage. The MIA Central Terminal E-H Ticket Counters project includes scope to replace the existing ticket counter millwork, back screens, and LED signage along with the surrounding terrazzo flooring and ceilings at concourse F through H. The MIA Parking Garage Structural Repairs initiative includes scope for structural concrete repairs throughout the Dolphin and Flamingo Garage structures, stucco repairs and overall painting of the two facilities along with the replacement of elevators. Other projects include the partial demolition of Building 704 which includes tenant's relocation, finishing office space in Building 701, and wash rack relocation. The scope also includes MIA fumigation, facility temporary relocation, and building a new fuel tender facility. The MIA Taxiway T & S Pavement Rehabilitation & Taxiway R Realignment project started construction in March 2018, was completed in November 2022. The Central Terminal E-H Ticket Counters Area B Ticket Counters 9, 10 and 11 have been completed as well as Area A Ticket Counters No. 12 and 13 (Frontier and United Airlines). Area A K1 doors for Ticket Counters 12 through 17 are under construction, and the Area B Soffit above checkpoint H is on hold pending Concourse J Central Checkpoint Completion. The MIA Employee Parking Garage is under a design-build contract. The MIA Parking Garage Structural Repairs, and AOC projects are ongoing.
- MIA Passenger Boarding Bridges ("PBB") Subprogram:* This subprogram includes replacement of 44 PBBs throughout the concourses in the first phase of the program. It includes the removal and disposal of the existing PBBs and the installation of new PBBs. The scope includes PC Air, hose management systems, Visual Docking Guidance System interlock and Safe-Gate, potable water cabinets, pre-cool DX systems, glycol pumps supports and 400Hz power (the equivalent to Shore Power at ports) which allows for aircraft to connect to terminal power, not have to use the aircraft's auxiliary power unit ("APU") and not have to run their engines (environmental benefit) saving fuel and reducing emissions. Thirty-two (32) PBBs have been replaced. The remaining twelve (12) PBBs, which will be glass loading bridges, have been ordered and will be installed by the second quarter of Fiscal Year 2024-25.
- MIA Airfield/Airside Projects Subprogram:* This subprogram consists of the MIA Runway Incursion Mitigation ("RIM") Hot Spot 4 (Corral Area) which leverages Geographic Information System ("GIS") runway incursion data to highlight focus areas at the airport where taxiway geometry mitigation strategies will be implemented. Procurement of contract documents for this project started on November 2022 and it is currently under design/contract documents.
- MIA North Terminal Subprogram:* A major component of this subprogram is the MIA Concourse D West Extension - D60 (Building Expansion and Apron & Utilities) project which consists of the redevelopment of North Terminal's Regional Commuter Facility to serve larger aircraft and to provide adequate holdroom space and improve the passenger experience. The subprogram includes the MIA North Terminal Ramp Level Restrooms project which encompasses the modification/upgrade of nine existing employee restrooms and construction of three new ones at the ramp level of the North Terminal area to comply with Florida Building Code and meet AA operational needs based on current occupancy loads, for a total of 58 new WC/Urinals and 38 new lavatories; Construction started November 2022. In addition, the MIA North Terminal Gate Infrastructure Upgrades, and MIA North Terminal Gate Optimization projects which are currently under schematic design are part of this subprogram and consist of up-gauging gates for larger aircraft. Another project added to the subprogram is the North Terminal Baggage System TSA Recapitalization project that includes upgrades to the existing in-line Transportation Security Administration ("TSA") screening equipment within the North Terminal Baggage Handling System ("BHS"); this project is in design. The implementation of this project is required to meet current TSA and Department security requirements. The

North Terminal Additional Skytrain Vehicles that includes scope to purchase additional four-car train (two (2) married-pair vehicles) for the North Terminal Skytrain APM System needed to maintain the current level of operation as the APM System will be undergoing significant heavy vehicle maintenance work (the trains are currently being manufactured), and the MIA Central Base Gate which includes the construction of a new AOA access gate to facilitate construction access during the implementation of the Capital Improvement Program (this project is under design with expected completion by the end of Fiscal Year 2024).

- *MIA Central Terminal Subprogram:* This subprogram represents the major portion of the overall capital budget. The scope includes the MIA Central Terminal Redevelopment Project, with two phases. Phase 1 consists of the Redevelopment of E-F Connector and Concourse F Infill Redevelopment for new secure concessions and circulation. Phase 2 includes Ticket Lobby Improvements, Improved Vertical Circulation, Consolidated Security System Check Point for Concourses E & F, raised roof over Ticket Lobby, and New Terminal Entrance Doors. This project also includes Reconfiguring the Ticket Counters to linear configuration with raised roof and clear story glass, and new terminal entrance doors. The subprogram scope also includes the refurbishment of the existing Concourse F; MIA F to H Connector and MIA Cc E FIS Area Renovations Phase 2. The scope also incorporates Phase 2 of the lower Concourse E FIS renovations project which consists of the interior renovation and modernization of the existing FIS located at Concourse E, including offices and baggage claim areas. The refurbishment of Concourse F is divided into many phases, at different stages are ongoing. Lastly, the subprogram also comprises the design and construction for the MIA Central Terminal Façade and Curbside as well as the MIA Train Station Emergency Doors which consists on the replacement of the existing Lower Concourse E platform screen wall and door assemblies located between the station train bays and platform areas; it also includes the remodeling of the existing shaft and rooftop vent system at the east end of the train bays; remodeling of the existing ductwork located within the train bays and the replacement of the HVAC diffusers serving the Central Free Platform. This project is under design.
- *MIA South Terminal Expansion Subprogram:* The major component of this subprogram consists of the MIA South Terminal Expansion East Phase 1 (Building-Apron, South Terminal Ground Service Equipment ("GSE") & 20th Street Modifications) which comprises one major project that will include scope for the South Terminal Expansion East; the South Terminal Apron and Utilities Relocation; and the GSE Building. The South Terminal Expansion includes a three-level expansion of the South Terminal to the east. It will add six domestic contact gates with their associated hold rooms and facilities along with three hardstand positions. The new facility will include baggage systems and connections to the existing Central and South Terminals baggage screening system. It will also include shell space along the third level for future clubs/lounges and future sterile circulation that will connect to the South Terminal FIS. This last feature will enable the Aviation Department to convert the initial domestic gates to international arrival capable positions at a future date. The major project will be procured as a design/build contract and will also include scope to build out a new South Terminal GSE building along with its associated surface parking. Project was advertised in late April 2024. This building will be a replacement for the existing South Terminal GSE facility that currently sits within the new apron/hardstand limits. The apron work includes the complete replacement and reconfiguration of aprons, including pavement removal, new rigid and flexible pavement, stormwater drainage improvements, jet fuel system modifications, lighting, signage, and pavement markings. The subprogram also includes the necessary demolition and enabling work that will clear the area for the new structures and layout, such as demolition of buildings 3050 (currently under bid & award), 3051 (Gas station) and 3045 (Car wash), and the new MIA Vehicle Fueling and Car Wash Facility. The BHS Central Terminal to South Terminal Crossover started construction on January 2023 and completion is forecasted for third quarter Fiscal Year 2024. The MIA Central and South Terminal Bag Claim Optimization which is under bid and Award phase; these projects are needed to help with the increase in operations at MIA. This subprogram also entails the glazing curtain wall assessment and corrective action in Concourse H, which is under design.
- *MIA Terminal Wide Projects Subprogram:* This subprogram includes the MIA Tenant Relocation to support south and central terminal projects, the MIA CBP Network and Circuit Upgrades, MIA Police/Fire Microwave Relocation, the MIA Terminal Wide Two-Way Radio MDRF, and the MIA Public Address System Infrastructure hardware upgrade in construction since January 2022. Scope also includes the PBBs Phase II project, which consists of the replacement of 35 PBBs throughout the concourses. This includes the removal and disposal of the existing PBBs and the installation of the new glass PBBs. The scope includes

PC Air, hose management systems, Visual Docking Guidance System interlock and safe-gate, potable water cabinets, pre-cool DX systems, glycol pumps supports and 400Hz. The subprogram also includes the MIA Security Checkpoints Upgrades at South Terminal, Central Terminal, and North Terminal D2, replacing the existing x-ray machines with full size automated screening lanes that will provide a higher throughput of passengers per lane, greatly improving passenger flow. Also included in this subprogram are the MIA Central and South Terminal Bag Claim Optimization Phase 2 projects which will replace the existing domestic baggage claim devices in the Central and South Terminals that have reached the end of their useful life. The baggage claim devices will be removed and reconfigured where possible to increase the capacity of the devices. The MIA F-to-H Interconnector will provide secure and sterile connectivity from Concourse F to Concourse J and improve efficiencies in security checkpoints that will improve MIA passenger circulation and airline operations.

- *MIA Terminal Wide Roof Subprogram:* This subprogram consists of the terminal-wide re-roofing and lightning systems upgrades which includes the roof replacement, mechanical, electrical, and plumbing upgrades, and lightning protection system. This project is under design and construction documents, expected to be finished in the third quarter of Fiscal Year 2025. In addition, as part of the Mayor's Thrive 305 emphasis on the environment, this initiative is being revised to include solar panel deployment in numerous roof areas.
- *MIA Terminal Wide Restrooms Subprogram:* This subprogram consists of seven (7) projects that will address the modernization of the public restrooms throughout the terminals and is projected to take ten years. During the first phase the renovation includes 22 restrooms at North terminal: six (6) at ramp level, ten (10) at second level and six (6) at third level; 14 restrooms at Central Terminal: four (4) at Terminal E, four (4) at Terminal F, four (4) at Terminal G and two (2) at bus stop; 16 restrooms at the South Terminal: two (2) at Terminal H, eight (8) at Terminal J and six (6) at the South Terminal second floor. The construction started in July 2021 with the modernization of the restrooms in the South Terminal and has carried on to the North and Central Terminals, with projects under Construction, design and Bid and award. Phases 2 thru 5 of the MIA Public Restrooms Modernization, which is the major component of this subprogram, consists of the renovation of 140 public restrooms located throughout MIA North, Central and South Terminals and is under A/E contract procurement.
- *MIA Cargo and Non-Terminal Buildings Subprogram:* This subprogram consists of multiple projects, such as the demolition of buildings 5A, 3050, 703, 703A, and 704; the environmental assessment and remediation of these buildings; building 5A tenant relocation, and demolition and replacement of building 3032, which consists of a new approximately 51,200 square foot building with 2 levels, which is under design and contract documents. The apron and airside improvements to Building 702 to convert it from belly cargo to a freight cargo facility are part of this subprogram. The subprogram includes a new GSE Facility for the North Terminal, and the MIA Consolidated Office Complex which consists of the Landside & Finance Division and Administration Offices Relocation to Terminal D. Part of this subprogram are also the MIA West Cargo Truck Parking, AAR-Group III Aircraft Hangar Facility with a back support Shop (3 stories high), a GSE facility, and the IBC Airways construction of a two-story hangar/office building with ramp/apron improvements.
- *MIA Landside/Roadways Projects Subprogram:* This subprogram includes the construction of a new MIA Perimeter Road Bridge and the AOA Perimeter Security Hardening project that consists of the replacement of approximately nine (9) miles of existing AOA fence along the perimeter of the Airport with a new Department Design Guideline Standard AOA high security fence. It also includes exterior cladding for the Dolphin/Flamingo existing garages and for the new employee parking garage 6. The MIC Passenger Remote Parking Lot and TNC Parking Relocation to the MIC project has also been added to this subprogram, and consists of the construction of a 635-space surface parking on the MIC Joint Development Parcel to accommodate up to 440 regular parking spaces dedicated for additional passenger parking (Economy Park & Ride) on the north side of the lot and 195 parking spaces dedicated to TNCs the south side of the lot.
- *MIA Fuel Facilities Subprogram:* This subprogram entails the design and construction of one additional fuel tank at the fuel farm facility. It also includes the Fuel Storage Facility Expansion Phase 2, which consists of the design and construction of a second fuel tank at the fuel farm.

- General Aviation Airports Subprogram:* This subprogram consists of the Runway 9-27 rehabilitation project at OPF with construction starting May 2024. The scope of work includes pavement resurfacing, pavement reconstruction, airfield-lighting fixture refurbishment and/or replacement, conductor and transformer replacement for the airfield lighting system, pavement grade adjustments, and pavement grooving and markings. The development of the Run-Up Pad under bid and award phase, and Jet Blast Deflection Fence at OPF are also part of this subprogram. Currently, OPF does not have an engine run-up pad for aircraft engine testing. These projects will help to ensure safety and effectiveness as required during routine aircraft maintenance activities. In addition, security upgrades are being made to Miami-Homestead General Aviation ("X51") which consist of the implementation of an AOA Fence to provide an improved level of safety as well as additional security enhancements such as cameras, high mast lighting, airside to landside gates and matrix card readers. The program also includes work at TMB such as the TMB Runway Incursion Mitigation (RIM) HS1 with Taxiway H West Extension to Threshold 9R. The project was completed in December 2023. Also, the TMB south apron expansion (new taxilane) Project under Design and Contract Documents with expected completion in September 2024. Included in this program is the construction of a new 130-foot-high Air Traffic Control Tower ("ATCT"). The proposed ATCT will be built under FAA Reimbursement agreement on the preferred site (site #6) due to the vantage point over the entire airfield and proximity to existing utilities and infrastructure. OPF and TMB are designated as Strategic Intermodal System ("SIS") Facilities in the State of Florida.
- MIA Land Acquisition Subprogram:* This subprogram consists of setting monies aside for the future purchase of land to expand Miami International Airport. The Aviation Department has finalized the purchase of the NW South River Property; the MIA Warehouse; the MIC: the Warehouse at 1777 NW 72 Ave: and the 2800 NW 39 Ave Property.
- MIA Support Projects Subprogram:* This subprogram consists of multiple projects including the MIA Perimeter Protection project which is funded by TSA's Other Transaction Agreement ("OTA") grant. This grant will help pay for design, installation, integration, operation, and maintenance of new technologies designed to enhance perimeter security capabilities. This project is under construction with expected completion in the last quarter Fiscal Year 2024. This subprogram includes miscellaneous projects such as the Credentialing and Identity Management System with expected completion on third quarter Fiscal Year 2025; the Airport Surface Management System that finished on December 2021; the Queue Wait Time Analyzer which is closed and in use since February 2020; the Biometric Enabled Common Use Passenger Processing System starting construction on January 2024; the Concourse G Pre-conditioned Air equipment completed since December 2019; the Parking Access and Revenue Control System Replacement under construction. Ongoing are also the Central Terminal Closed Caption TV and Access Control, the South Terminal Smoke Evacuation, the Security Cameras, the Emergency Fuel Shut Off IVP 14, the design for the Central Terminal Fire Protection to address current notices of violation and the Mildew Remediation at the Mechanical room at Concourse D which has been completed. Lastly, the scope includes the Customs Building Expansion and Remodeling at OPF which is under bid and award.
- MIA Reserve Maintenance Subprogram:* This subprogram includes the following projects at MIA which are under construction: Employee Parking Lot Road Improvements, MIA Advantaged Technology ("AT") X-ray Security Screening System, the Admiral's Club Infrastructure and new stairs, and the Concourse H Restrooms Renovation Project that includes the renovation of ten (10) restrooms: eight (8) public restrooms on the concourse level and two (2) employee restrooms on the ramp level - an approximate area of 3,804 square feet. Also included are the MIA Dolphin and Flamingo Parking Garages painting, Airport Security Network – Core Replacement, MIA End of Life Replacement for the AOIS/CUTE, MIA Fuel Farm Utilities Relocation, MIA Building 3030 Offices which are already completed, Shuttle Bus Fleet Replacement with electrical busses, Capital Assets Replacement Program of the North Terminal Trains, the replacement vehicles for the Aviation Department's fleet, replacement of ARFF vehicles, the MIA Fuel Facility Tank 21 - Water Supply & Valve Replacement, and the RIM Option 2 Phase 1 at Miami Executive Airport. Additionally, the main scope of this subprogram comprises the maintenance of all airport facilities, including the Elevator Modernization effort, which will be superseded by the Conveyances Modernization program.

- *MIA Airport Wide Subprogram:* This subprogram includes plans for the installation of grease and oil separators throughout the MIA terminal and provide an electrification study to determine future electrical needs throughout MIA.
- *MIA Bridge Subprogram:* This subprogram includes the rehabilitation of all bridges throughout the airport for structural safety. Most of these bridges support automated people movers.
- *MIA Building Recertification Subprogram:* This subprogram aims to inspect, design and repair buildings 30years and older for roof, structural, electrical and mechanical safety as part of the building recertification process.
- *MIA Conveyance Equipment Subprogram:* This subprogram will address the modernization of the conveyance equipment throughout the MIA terminals. The project includes the scope to replace and/or refurbish all elevators, escalators, and moving walkways at MIA.
- *MIA Facilities Lifecycle Replacement Subprogram:* This subprogram supports the Aviation Department's plans to refurbish and replace the electrical and mechanical systems throughout the airport.

The CIP will continue to evolve to meet market conditions and passenger and cargo growth. As such, periodic adjustments are expected to be made to the program. The Aviation Department will maintain flexibility throughout the implementation of this program to adjust to changing conditions and to the financial performance parameters needed to preserve the economic health of MIA. In addition, an art plan for the airport will be developed by the County's Art in Public Places program concurrent with the execution of projects under the Multi-Year CIP.

The CIP by subprograms and funding sources is listed below as of May 31, 2024. The CIP budget below includes the \$3.665 billion as approved through the MII review process since August 2017 as well as all the other Capital Projects planned (approximately \$567 million) that do not require an MII review. Most of the CIP's funding is to come from Bond proceeds, PFC revenue and federal and state grants.

[Remainder of page intentionally left blank]

CAPITAL IMPROVEMENT PROGRAM FUNDING PLAN
As of May 31, 2024
(in Thousands)

FUNDING SOURCES									
Pay-as-you-go									
Subprogram	Approved Budget	TSA OTA	FDOT Grants	FAA Grants	PFC Revenue	Reserve Maintenance Fund	Improvement Fund	Other Funding and Prior Bond Proceeds	Future Aviation Revenue Bonds
MIA Central Base Apron & Utilities	\$ 108,482	\$ --	\$ 9,044	\$ 51,900	\$ --	\$ --	\$ --	\$ 20,471	\$ 27,067
Concourse E	332,177	--	50,046	8,548	--	57,496	--	96,693	119,394
South Terminal	315,095	101,161	17,568	3,389	22,824	278	--	151,875	18,000
Miscellaneous Projects	522,783	--	21,602	46,045	--	1,631	32,290	78,365	342,850
Passenger Boarding Bridges	81,058	--	2,087	--	68,071	--	--	--	10,900
Airfield/Airside Projects	101,138	--	17,500	22,678	--	--	--	--	60,960
General Aviation Airports	106,740	--	14,722	45,774	--	--	--	15,126	31,118
North Terminal	97,434	433	7,322	--	--	964	--	9,639	79,076
Central Terminal	176,611	--	4,000	--	--	167	302	10,845	161,297
Fueling Facility	39,224	--	1,100	--	--	--	3,125	--	34,999
Land Acquisition	107,762	--	--	--	--	--	10,000	33,500	64,262
Landside/Roadways Projects	59,160	--	15,615	--	--	--	--	--	43,545
Terminal Wide Projects	295,812	--	--	--	70,000	15,185	55,729	10,697	144,201
Terminal Wide Roof Project	119,772	--	6,185	--	--	7,000	--	3,433	103,154
Terminal Wide Restrooms	35,399	--	2,000	--	--	5,100	--	12,301	15,998
South Terminal Expansion	810,617	--	30,192	42,462	--	328	--	--	737,635
Cargo/Non-Terminal	115,147	--	2,500	--	--	--	33,400	4,155	75,092
Support Projects	54,925	--	2,532	--	--	183	7,912	25,051	19,247
Conveyance Projects	508,352	--	--	--	--	--	--	--	508,352
Recertification Projects	84,367	--	--	--	--	--	--	--	84,367
Reserve Maintenance Projects	61,070	--	--	--	--	61,070	--	--	--
<i>Program Contingency</i>	<i>99,199</i>	<i>--</i>	<i>--</i>	<i>--</i>	<i>--</i>	<i>--</i>	<i>--</i>	<i>--</i>	<i>99,199</i>
	\$4,232,324	\$101,594	\$204,015	\$220,796	\$160,895	\$149,402	\$142,758	\$472,151	\$2,780,713

FUNDING SOURCES FOR CAPITAL PROJECTS

Federal Grants

The Airport and Airway Improvement Act of 1982, as amended by the Airport and Airway Safety and Capacity Expansion Act of 1987 (the "FAA Act"), created the AIP. The AIP is administered by the FAA and funded by the Airport and Airway Trust Fund, which is financed through federal aviation user fees and taxes. Grants-in-aid funds for airport infrastructure improvements to enhance safety, security, capacity and access are made available to airport sponsors in the form of "entitlements" and "discretionary" allocations for eligible projects. The AIP "entitlement" grant amounts vary annually. Amounts are based on an airport's level of enplaned passengers and air-cargo landed weight in the prior calendar year, the amount of funds appropriated by Congress, and any revisions to the statutory formula for calculating such funding. AIP "discretionary" funds are selectively disbursed based on the competitiveness of the project within the national priority system established by the FAA. They are also affected by Congressional actions.

As previously discussed, the FAA Act provided stability and predictability for the AIP program through Fiscal Year 2015. The Act also provided tools such as "multi-year" grants that allowed an airport to commence projects and be confident that future funding would be available to complete the projects. See "CERTAIN INVESTMENT CONSIDERATIONS – Federal Legislation" for a further discussion of the FAA Act and recent federal legislation extending the AIP through September 30, 2023.

Federal aviation grants apportioned (for entitlements) to the County for the last five Fiscal Years are as follows:

FEDERAL AVIATION GRANTS TO COUNTY

Fiscal Year	Entitlement			Total
	Passenger	Cargo	Discretionary	
2019 ⁽¹⁾	\$5,976,454	\$5,599,742	\$11,713,762	\$23,289,958
2020	12,233,954	11,611,352	233,052,178	256,897,484
2021	6,412,758	5,442,661	1,068,494	12,923,913
2022	6,614,008	5,442,661	41,272	13,097,941
2023	6,614,008	5,442,661	11,854,738	23,911,407

⁽¹⁾ Fiscal Year 2019 grants funds were rolled over to Fiscal Year 2020.
Source: FAA website and Miami-Dade County Aviation Department.

In Fiscal Year 2020, the County received \$41,260,650 in grants for the construction of Phases 2 and 3 of MIA Central Base Apron. MIA Central Base Apron is a four-phase project, and the grants will offset 100% of the cost of Phase 2 and a portion of the cost of Phase 3; \$8,411,277 for the construction of TMB Taxiway H – West Improvements; and \$1,368,494 for the design of OPF Runway 9L/27R Rehabilitation.

On May 11, 2020, the Aviation Department was awarded a grant pursuant to the CARES Act that provided financial relief to U.S. airports to ensure maintenance of safe and efficient airport operations. Under the CARES Act grant, the FAA is provided funding in the amount of \$207,225,557.

On December 27, 2020, the CRRSA was enacted in response to the COVID-19 pandemic. The Airport received \$39,546,953 in CRRSA grant funding.

In Fiscal Year 2021, ARPA signed into law by the President on March 11, 2021, included \$8 billion in funds to be awarded as economic assistance to eligible U.S. airports to prevent, prepare for, and respond to the COVID-19 pandemic. The Aviation Department received a total of \$164,746,612 grant funding.

American Rescue Plan Act – Airport Rescue Grants

PROJECT NAME	AMOUNT
MIA Relief for Concessions, Parking and Car Rental	\$4,587,827
MIA Airport Rescue Grant	\$141,635,477
MIA Concessions Rent Relief Airport Rescue Grant	\$18,351,308
TMB Operational Expenses and Debt Services	\$59,000
TNT Airport Rescue Grant	\$22,000
OPF Airport Rescue Grant	\$59,000
X51 Airport Rescue Grant	\$32,000
TOTAL	\$164,746,612

TOTAL USES OF COVID RELIEF GRANTS

<u>Combined</u>	Fiscal Year	Fiscal Year	Fiscal Year	Fiscal Year	Received in FY23 to be used in	Total
	2020	2021	2022	2023	Fiscal Year 2024	
Debt Service	\$112,014,000	\$33,814,926	\$30,000,000	\$40,000,000	\$67,502,204	\$283,331,130
Concession Relief	-	-	-	4,587,827	18,351,308	22,939,135
Payroll Expenses	71,398,749	24,168,342	-	-	-	95,567,091
Utilities	686,504	102,162	-	-	172,000	960,666
Terminal related	-	-	-	-	4,133,273	4,133,273
	<u>\$184,099,253</u>	<u>\$58,085,430</u>	<u>\$30,000,000</u>	<u>\$44,587,827</u>	<u>\$90,158,785</u>	<u>\$406,931,295</u>

Source: Miami-Dade County Aviation Department.

On June 18, 2022, the Aviation Department awarded \$41,272 for the MIA Input-Based Foam Testing System – ARFF Equipment that will be used by the Aviation Department Fire Department.

In Fiscal Year 2023, Aviation Department received \$4,333,459 for the design of MIA Runway Incursion Mitigation Hot-Spot 4 (RIM HS4) Corral Area; \$12,238,605 for the construction of the MIA Central Terminal E-H Ticket Counters and Baggage Handling System which is coming from the BIL Airport Infrastructure Grant ("AIG"); and \$19,207,275 for the construction of the OPF Runway 9L/27R Rehabilitation.

State Grants

Aviation projects throughout the State are primarily funded from the State Transportation Trust Fund; where Florida's aviation fuel tax contributes towards this fund. State funding of aviation projects is made through the FDOT under Chapter 332 of the Florida Statutes. The State's aviation grant funds are non-competitive grants for non-exclusive use capital projects that are similar to the scope and eligibility criteria of projects eligible for FAA funding. These grants are generally used to supplement federal and local funds by providing 50% of the County's local share of eligible project costs at MIA and 80% of the County's local share of eligible project costs at the GAAs. FDOT personnel are authorized to commit (or terminate) State aviation grant funds through its five-year capital improvement program, known as the five-year work plan, to publicly owned, public use airports in the State. FDOT bases its grant allocations on FDOT funding policies that give priority to matching federal funds and projects involving airport planning, airport capital improvement, land acquisition or airport economic development.

[Remainder of page intentionally left blank]

FDOT grants received by the County for the last five Fiscal Years are as follows:

Fiscal Year	AGP	SAFE	SIS	Total Collected
2019	\$9,111,224	--	\$8,000,000	\$17,111,224
2020	\$25,917,277	\$208,000	--	\$26,125,277
2021	\$4,010,000	--	--	\$4,010,000
2022	\$13,308,223	--	--	\$13,308,223
2023	\$14,842,370	--	--	\$14,842,370

Source: FDOT website and Miami-Dade County Aviation Department.

Combining the Fiscal Year 2019 grant awards and the funding programmed in the Five-Year Work Plan for Fiscal Years 2020 through 2024, the Aviation Department is anticipating to receive a total of \$95.5 million in FDOT funds.

In Fiscal Years 2019 and 2020, the following capital projects received FDOT grant funding: MIA Taxiway R Realignment & Fuel Demolition with \$8 million, MIA Concourse H Internalization with \$4 million, Miami Executive Airport Taxiway H Eastward Extension with \$2 million, Homestead General X51 Security Upgrades Project with \$135,967, Miami Opa Locka Executive Airport Taxiways Rehabilitation with \$250,000, MIA South and Central Terminal Baggage Handling System Improvements with \$1.2 million, Miami Executive Airport Taxiway Rehabilitation with \$1.4 million, MIA Surface Management System Aerobahn System with \$1.7 million, MIA Central Base Apron & Utilities Modification with \$9 million, MIA Consolidated Office Complex with \$0.5 million, MIA Airport Operations and Communications Center with \$56,000, MIA South Terminal and GSE Facility with \$5.5 million, Opa Locka Executive Airport Engine Run-up Pad with \$3 million, and Opa Locka Executive Airport Taxiways/Apron Rehabilitation and Repairs with \$1 million.

In Fiscal Year 2020 the following security projects received FDOT grant funding from the Secure Airports for Florida's Economy ("SAFE") Funds: TNT Vehicle Access Gate Installation with \$56,000, TNT CCTV Cameras Installation with \$28,000, TNT No Trespassing Signage Installation with \$24,000, TMB AOA Pedestrian Gates Replacement with \$48,000, X51 No Trespassing Signage Installation with \$24,000, and X51 CCTV Cameras Installation with \$28,000.

In Fiscal Years 2021 and 2022, the following capital projects received FDOT grant funding: MIA Consolidated Office Complex with \$1.9 million, Miami Opa Locka Executive Airport Blast Fence with \$0.2 million, Opa-locka Executive Airport 9R/27L Pavement Rehabilitation with \$0.9 million, Miami Homestead General X51 Widen Building 6 Parking lot-Roadway Access with \$0.9 million, MIA Employee Parking Garage with \$4.1 million, MIA Terminal Wide Re-roofing with \$1 million, and MIA Federal Inspection Station Refurbishment with \$8.1 million.

In Fiscal Year 2023, the following capital projects received FDOT grant funding: MIA Airport Operations and Communications Center with \$2 million, MIA Federal Inspection Station Refurbishment with \$3 million, MIA Terminal E Thru F Connector with \$4 million, MIA Lower Cc E, E Satellite and DE Connector Stucco Replacement, Exterior Painting, Lightning Protection and VDGS with \$1.7 million, MIA Central Terminal E-H Ticket Counters Replacement with \$2.1 million, MIA Perimeter Protection with \$1.7 million, and MIA 9/27 Runway Rehabilitation with \$0.3 million.

Other Grant Revenues

In Fiscal Year 2019, TSA issued a \$6.2 million "Other Transaction Agreement" ("OTA") for the design, installation, integration, operation and testing of new security technologies in support of the Perimeter Intrusion Detection and Deterrence Program. This project is currently in design development phase, and request for reimbursement will be submitted under the OTA as project costs are incurred. The TSA grant expiration date is August 31, 2024.

In Fiscal Year 2020, TSA issued a \$432,890 OTA for the MIA North Terminal Checked Baggage Handling System Modification to the Inline CBIS. This project has been completed.

In Fiscal Year 2023, TSA issued a \$5,315,475 OTA for the design of MIA North Terminal Checked Baggage Handling System Modifications to the Inline CBIS. The TSA grant expiration date is June 20, 2026.

Passenger Facility Charges

The Airport currently collects PFCs of \$4.50 on each passenger enplaned on an air carrier at the Airport, subject to certain limitations. PFCs must be used to finance specific eligible projects as described below. Currently, PFCs are capped at \$4.50 per segment of flight (up to a maximum of \$18.00 per round trip). In the past, proposed federal legislation has contemplated an increase of \$2.00 to \$4.00 per segment, but to date, no such increase has been authorized. See "CERTAIN INVESTMENT CONSIDERATIONS – Federal Legislation."

The amount of PFC revenues will vary depending on actual levels of passenger enplanements at the Airport and, accordingly, no assurance can be given as to the timing or amount of PFC revenues that will be available. The FAA may terminate the Aviation Department's ability to collect PFCs if the FAA determines that the Aviation Department is in violation of the PFC Act or the regulations promulgated under the PFC Act ("PFC Regulations") or certain provisions of the Airport Noise and Capacity Act of 1990 (the "Noise Act"). Both the PFC Regulations and the Noise Act, however, provide procedural safeguards that limit the FAA's ability to summarily terminate the Aviation Department's ability to impose PFCs.

Under the PFC Regulations, PFC revenues can only be used to pay the costs of approved projects or debt service and financing costs associated with bonds issued for such projects. PFC revenues are currently not included in Revenues under the Trust Agreement and must be applied specifically as required by the PFC Regulations. Accordingly, PFC revenues are not pledged to or held by the Trustee for the benefit of the owners of the Bonds (including the Series 2024 Bonds) unless and until they are specifically pledged pursuant to a resolution of the Board. However, the County intends to continue its current practice of depositing a portion of the PFCs into the Sinking Fund at the beginning of each Fiscal Year, which is credited against the Principal and Interest Requirements on Aviation Revenue Bonds for that particular Fiscal Year. Under the definition of Principal and Interest Requirements in the Trust Agreement, the County is allowed to exclude from the computation of Principal and Interest Requirements any funds set aside or deposited for purposes of paying debt service in that Fiscal Year. Therefore, in calculating its rate covenant requirement, the County reduces the Principal and Interest Requirements by the amount of PFC revenue set aside per the Annual Budget for debt service payment in that Fiscal Year, thus reducing the coverage amount otherwise required. See "SECURITY FOR THE SERIES 2024 BONDS – Rate Covenant."

The balance in the PFC Revenue Account as of September 30, 2023, was \$219.3 million. On October 4, 2023, the Aviation Department deposited \$54 million in PFC revenues to the Sinking Fund for payment of Fiscal Year 2024 Principal and Interest Requirements on the Bonds.

The FAA authorized the Aviation Department to impose a PFC of \$3 per passenger commencing November 1, 1994. On October 21, 2001, the FAA approved the collection of a PFC of \$4.50 effective date of January 1, 2002. In December 2002, the FAA approved an application that enables the Aviation Department to use PFC revenues to pay debt service related to the North and South Terminal Programs.

On April 28, 2022, the FAA approved PFC application No. 5 totaling \$130.8 million to fund a Passenger Loading Bridge Replacement Program and outbound baggage handling system building for the South and Central Terminal Baggage Handling Service Improvement Project. The Aviation Department will begin collection on application no. 5 after Aviation Department has collected all the authorized amount on application no. 4, which has a legal charge expiration date of October 1, 2037.

The Aviation Department has been authorized to collect PFCs in the estimated aggregate amount of \$2.7 billion, including interest. This authorization is currently scheduled to expire October 1, 2039. The amount of PFC collections from inception through March 31, 2024, was \$1.80 billion and with interest, approximately \$1.90 billion. Of this amount, the Aviation Department has expended \$1.67 billion as of March 31, 2024.

Under generally accepted accounting principles, PFCs are reported as non-operating revenues. Aviation Department annual PFC collections from inception through September 30, 2023 and for the six-months ended March 31, 2024 are as follows:

<u>Fiscal Year</u>	<u>PFC Collections</u>
1996	\$ 38,187,434
1997	35,491,604
1998	36,424,124
1999	39,164,381
2000	35,707,692
2001	37,298,407
2002	42,868,403
2003	50,746,842
2004	53,877,379
2005	53,969,695
2006	51,978,979
2007	59,295,761
2008	60,822,212
2009	58,476,343
2010	61,682,383
2011	67,376,838
2012	71,090,000
2013	75,085,113
2014	69,204,436
2015	82,235,233
2016	81,412,522
2017	79,504,021
2018	82,069,642
2019	90,879,356
2020	52,907,856
2021	55,918,219
2022	96,677,270
2023	100,899,386
2024 ⁽¹⁾	53,417,641

⁽¹⁾ Six-month period ended March 31, 2024.

For the six-month period ended March 31, 2024, PFC collections were \$53,417,641 versus \$49,637,157 for the corresponding period in 2023.

Reserve Maintenance Fund and Improvement Fund

Reserve Maintenance Fund monies are used to fund renewal and replacement projects. However, the Aviation Director in previous years has requested that some monies from the Revenue Fund be set aside in the Reserve Maintenance Fund to finance various major maintenance projects such as the Central Chiller and the replacement of the Concourse E Satellite Train, which is part of the CIP.

The Aviation Department has set aside \$50 million in the Improvement Fund from the Fiscal Year 2014 surplus (the "2014 Surplus") as authorized by the MAAC. Per the 2018 AUA, any surplus monies in the Improvement Fund resulting from better than expected financial results (i.e., actual revenues exceeding budgeted estimates and actual operating expenses being under budget), are to be used to offset the subsequent year's expenses in the annual landing fee calculation unless the MAAC authorizes a set-aside, as it did in Fiscal Year 2014. Through December 2015, the MAAC has authorized usage of \$2.5 million from the 2014 Surplus for the relocation of the Aviation Department's identification badging office from the heliport to within the Terminal Building. In February 2016, the MAAC approved another \$3.1 million set-aside from surplus Fiscal Year 2015 funds for start-up costs related to a

new four million gallon fuel tank at MIA. In Fiscal Year 2017, the MAAC authorized the construction of an Airport employee parking garage, which is in the TOP Miscellaneous Projects subprogram, with funds from the 2014 Surplus. In July 2020, the Aviation Department and the MAAC agreed to use \$19.5 million of the set-aside monies previously programmed for the employee parking garage towards landing fee rate stabilization in FY21. In August 2023, the Aviation Department and the MAAC agreed to set aside \$50 million to be used towards landing fee rates. However, in April 2024, the use of the set-aside funds was revised to include airline rates and charges via MII approval.

Other Grant Revenues

In Fiscal Year 2013, TSA issued a \$101.2 million OTA for MIA Checked Baggage Recapitalization Screening Design and Construction Services project for the South Terminal, which is included in the CIP under the South Terminal Projects subprogram. The Aviation Department received its first payment under the OTA in June 2016. The project is currently in its construction phase, and requests for reimbursement continue to be submitted under the OTA as project costs are incurred. The TSA grant expiration date has been extended to August 31, 2021.

In Fiscal Year 2019, TSA issued a \$6.2 million OTA for the design, installation, integration, operation and testing of new security technologies in support of the Perimeter Intrusion Detection and Deterrence Program. This project is currently under construction, and request for reimbursement will be submitted under the OTA as project costs are incurred. The TSA grant expiration date is August 31, 2024.

Future Financings

On July 8, 2020, the Board approved an ordinance authorizing \$5 billion in Aviation Revenue Bonds pursuant to the provisions of the Amended and Restated Trust Agreement for the purpose of financing, together with other funds of the Aviation Department, the Aviation Department's CIP and redeeming any authorized bond anticipation notes or commercial paper notes issued for that purpose. The County expects to issue additional Aviation Revenue Bonds for its CIP during Fiscal Year 2025.

AVIATION DEPARTMENT FINANCIAL INFORMATION

The table included in this section presents a summary of the financial operating results of the Port Authority Properties for Fiscal Year 2019 through Fiscal Year 2023.

The information for Fiscal Years 2019 through 2023 is derived from unaudited financial statements. The data should be read in conjunction with the audited financial statements and related notes included in "APPENDIX A – AUDITED FINANCIAL STATEMENTS OF THE AVIATION DEPARTMENT FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2023."

Historical Financial Results

The following table presents a summary of revenues and expenses from Port Authority Properties for the five Fiscal Years ended September 30, 2023 and includes debt service coverage ratios for those five Fiscal Years. The method of presentation required under the Trust Agreement and presented in the following table is on a cash basis, which differs from the Aviation Department's financial statements, which are prepared on an accrual basis in accordance with generally accepted accounting principles. The numbers in the summary do not constitute part of the audited financial statements of the Aviation Department. Attached as APPENDIX A are audited financial statements for the Aviation Department for the Fiscal Year ended September 30, 2023.

[Remainder of page intentionally left blank]

**PORT AUTHORITY PROPERTIES
HISTORICAL OPERATING RESULTS
(in Thousands)* (Cash Basis, Unaudited)**

	Fiscal Year Ended September 30,				
	2023	2022	2021	2020	2019
Revenues:					
MIA Aviation Fees	\$432,323	\$435,002	\$301,586	\$248,624	\$390,395
Deposit from Improvement Fund ⁽¹⁾	79,828	47,572	58,043	97,591	91,293
Total MIA Aviation Fees	\$512,151	\$482,574	\$359,629	\$346,215	\$481,688
Commercial Operations:					
Management Agreements	\$109,170	\$88,990	\$49,916	\$46,705	\$80,721
Concessions	198,568	177,584	123,376	114,127	197,909
Total Operations	\$307,738	\$266,574	\$173,292	\$160,832	\$278,630
Rentals	169,080	166,358	179,195	99,216	139,031
Other Revenues ⁽¹⁾	30,817	20,756	24,369	26,504	38,197
Sub-total Revenues	\$1,019,786	\$936,262	\$736,485	\$632,777	\$937,546
General Aviation Airports	17,030	16,444	14,850	16,815	9,911
Total Gross Revenues	\$1,036,816	\$952,706	\$751,335	\$649,592	\$947,457
Current Expenses:					
Current Expenses	\$506,005	\$478,379	\$444,049	\$394,548	\$413,262
Current Expenses under Management Agreement	34,071	28,422	20,598	21,258	25,412
Current Expenses under Operating Agreement	7,787	7,530	7,189	36,216	42,236
Total Current Expenses	\$547,863	\$514,331	\$471,836	\$452,022	\$480,910
Less: CARES Act Reimbursement	0	0	(2,690)	(72,085)	0
Less: CRRSA Act Reimbursement	(4,588)	0	(21,850)	0	0
Less: ARPA Act Reimbursement	(90,069)	0	0	0	0
Total Adjusted Current Expenses	\$453,206	\$514,331	\$447,296	\$379,937	\$480,910
Net Revenues:	\$583,610	\$438,375	\$304,039	\$269,655	\$466,547
Less: Reserve Maintenance Fund Deposit	20,000	15,000	15,000	15,000	15,000
Net Revenues After Deposits	\$563,610	\$423,375	\$289,039	\$254,655	\$451,547
Total Debt Service	\$370,009	\$340,333	\$318,150	\$368,616	\$359,940
Less: PFC Revenue (used for debt service) ⁽²⁾	(60,000)	(80,000)	(110,000)	(82,000)	(55,000)
Less: Improvement Fund (used for debt service)	0	0	(19,500)	0	0
Less: Excess DB 2010 Service:	0	0	(9,727)	0	0
Less: CARES Act Reimbursement	0	0	(20,436)	(112,014)	0
Less: CRRSA Act Reimbursement	0	0	(13,379)	0	0
Less: ARPA Act Reimbursement	(40,000)	(30,000)	0	0	0
Debt Service	\$270,009	\$230,333	\$145,108	\$174,602	\$304,940
Debt Service Coverage ⁽³⁾	2.09x	1.84x	1.99x	1.46x	1.48x

⁽¹⁾ During each Fiscal Year, certain monies from the previous Fiscal Year remaining in the Improvement Fund are deposited in the Revenue Fund. The amount of such deposit is included as Revenues and is required by the AUA to be taken into account in determining the amount of the landing fee rate required for the next succeeding Fiscal Year.

⁽²⁾ PFC revenues are not pledged to or held by the Trustee for the benefit of the owners of the Bonds (including the Series 2024 Bonds). See "FUNDING SOURCES FOR CAPITAL PROJECTS – Passenger Facility Charges" herein for more information.

⁽³⁾ Calculated in accordance with the Senior Trust Agreement by dividing Net Revenues after deposits by the required Debt Service amount.

* Numbers may not total due to rounding. N/A = not applicable.

Source: Miami-Dade County Aviation Department.

PORT AUTHORITY PROPERTIES
SIX-MONTH HISTORICAL OPERATING RESULTS
(in Thousands)* (Cash Basis, Unaudited)

	Six-Months Ended March 31, 2023	Six-Months Ended March 31, 2024 ⁽¹⁾
Revenues:		
MIA Aviation Fees	\$217,326	\$214,517
Deposit from Improvement Fund	\$79,828	\$84,253
Total MIA Aviation Fees	\$297,154	\$298,770
Commercial Operations:		
Management Agreements	\$55,704	\$52,198
Concessions	99,559	112,177
Total Operations	\$155,263	\$164,375
Rentals	\$87,746	\$94,617
Other Revenues	13,517	14,272
Sub-total Revenues	\$553,680	\$572,034
General Aviation Airports	8,790	9,377
Total Gross Revenues	\$562,470	\$581,411
Current Expenses:		
Current Expenses	\$200,448	\$234,976
Current Expenses under Management Agreement	15,525	14,796
Current Expenses under Operating Agreement	3,635	3,609
Total Current Expenses:	\$219,608	\$253,381
Less: CRRSA Act Reimbursement	\$4,588	0
Total Adjusted Current Expenses:	\$215,020	\$253,381
Net Revenues:	\$347,450	\$328,030
Less: Reserve Maintenance Fund Deposit	(20,000)	(30,000)
Net Revenues After Deposits	\$327,450	\$298,030

⁽¹⁾ Unaudited, subject to change.

Source: Miami-Dade County Aviation Department.

[Remainder of page intentionally left blank]

Management's Discussion of Financial Information

- Gross revenues for fiscal year 2023 were \$1,132 million, an increase of \$178.9 million, or 18.9%, as compared to fiscal year 2022. In fiscal year 2022, Gross Revenues were \$952.7 million, an increase of \$177.1 million, or 22.8%, as compared to fiscal year 2021. "Gross Revenues" are Operating Revenues plus CARES, CRRSA and ARPA Reimbursements, which totaled \$94.7 million in fiscal year 2023, \$0 in fiscal year 2022, \$24.5 million in fiscal year 2021, and \$72.1 million in fiscal year 2020.
- The Deposit from the Improvement Fund represents the surplus cash amount realized in the prior Fiscal Year that is transferred during the current Fiscal Year from the Improvement Fund to the Revenue Fund. The amount transferred varies but is relatively stable from year to year and is used to offset the landing fee requirement. Some of the surplus is not transferred back, but rather has been authorized by the MAAC to be set aside in the Improvement Fund for capital projects as described below.
- In Fiscal Year 2023, the Aviation Department received \$307.7 million in commercial revenues as compared to \$266.6 million in Fiscal Year 2022, a \$41.2.8 million or 15% increase.
- Rental revenues increased by \$7.3 million or 4.2% in Fiscal Year 2023 as compared to Fiscal Year 2022. As part of the financial relief granted to the airport tenants, six-month's worth of rent (March thru August 2020), was deferred until Fiscal Year 2021 from Fiscal Year 2020. Therefore, due to these deferrals occurring in Fiscal Year 2021, Fiscal Year 2023 vs. Fiscal Year 2022 comparison is back to a normalized positive expected increase.
- General Aviation Revenue increased by \$586,000 or 3.6% in Fiscal Year 2023 over the prior Fiscal Year primarily due to increased growth and activity at the General Aviation Airports.
- Operating expenses in Fiscal Year 2023 were \$870.8 million, an increase of \$56.6 million, or 6.9%, as compared to Fiscal Year 2022. The increase in operating expenses was primarily attributable to an increase in expenses for salaries, fringe benefits, materials and supplies, repair and maintenance, and services provided by other County departments. In Fiscal Year 2023, operating expenses, excluding depreciation and amortization, were \$587.4 million, an increase of \$53.4 million, or 10.0%, as compared to Fiscal Year 2022. The increase in operating expenses was primarily attributable to an increase in expenses for salaries, fringe benefits, and outside contracts.
- Shown below is the Aviation Department's operating cash position as of September 30 for the Fiscal Years noted.

	<u>2024⁽¹⁾</u>	<u>2023</u>	<u>2022</u>	<u>2021</u>	<u>2020</u>
Revenue Fund ⁽²⁾	\$142,292,828	\$126,741,363	\$102,159,875	\$109,348,453	\$89,132,896
Reserve Maintenance Fund	153,124,051	143,251,894	117,881,399	87,470,131	68,106,920
Improvement Fund ⁽³⁾	<u>428,166,140</u>	<u>434,597,623</u>	<u>265,645,447</u>	<u>160,634,502</u>	<u>187,923,570</u>
Total	\$723,583,019	\$704,590,880	\$485,686,722	\$357,453,085	\$345,163,387

⁽¹⁾ Balances as of March 31, 2024. Includes approximately \$590 million in unrestricted cash.

⁽²⁾ Includes the operating reserve requirement which, as required by the Senior Trust Agreement, was based on 17.0% of the Current Expense annual budget amount for the respective Fiscal Years noted.

⁽³⁾ The Improvement Fund balances as of the end of the 2020 - 2023 Fiscal Years include an amount to be transferred back to the Revenue Fund in the subsequent Fiscal Year as required by the 2018 AUA. For Fiscal Year 2023 the amount was \$84.1 million; for Fiscal Year 2022 the amount was \$79.8 million; for Fiscal Year 2021 the amount was \$47.6 million; and, for Fiscal Year 2020 the amount was \$58.0 million.

In September 2023, the Board approved the Aviation Department's Fiscal Year 2024 budget. This budget maintained the landing fee at \$1.62 per thousand pound unit; the Aviation Department's expectation of a slight increase in budgeted passengers or 26.2 million enplaned passengers; a \$78.3 million, or 13.6%, increase in Current Expenses

when compared to Fiscal Year 2023 budget; use of \$54 million in PFC revenues to pay debt service (compared to \$60 million used in Fiscal Year 2023); and a \$30 million the annual deposit to the Reserve Maintenance Fund (compared to \$20 million deposited in Fiscal Year 2023). Total budgeted positions will be 1,534 in Fiscal Years 2024.

Other Post-Employment Benefits and Pension Benefits

The County provides paid medical and dental plans to active employees of the County. The County also provides retirees the opportunity to participate in the group employee health insurance plans. Employees who retire and begin receiving benefits under the Florida Retirement System and who were participants in the existing medical plan at the time of retirement are entitled to participate in the plan together with their eligible spouses and dependents. The County contributes to both the pre-65 and post-65 retiree medical coverage. The postretirement medical coverage is funded on a pay-as-you-go basis, where the County's contribution is the actual amount of pay-as-you-go postemployment benefit payments less participant contributions for the period. Medical contributions vary based on plan and tier selected by the retiree. Retirees pay the full cost of dental coverage. See "Note 9 - Pension Plans and Other Postemployment Benefits" in the AUDITED ANNUAL FINANCIAL REPORT OF MIAMI-DADE COUNTY FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2023, included in APPENDIX A.

In June 2015, the Governmental Accounting Standards Board issued Statement No. 75 "Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions" ("GASB No. 75"), which first became effective for the Aviation Department's Fiscal Year ended September 30, 2018, and replaces the requirements of Statement No. 45, "Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions, as amended." This Statement addresses how state and local governments should account for and report their expenses and liabilities related to post-employment health care and other non-pension benefits referred to as other post-employment benefits ("OPEB"). This Statement requires the liability ("Total OPEB Liability") of employers to be measured as the portion of the present value of projected benefit payments to be provided to current active and inactive employees that is attributed to the employees' past periods of service. The greatest impact of GASB No. 75 on the Aviation Department is the inclusion of the Total OPEB Liability, which will reduce the Aviation Department's Unrestricted Net Position and Total Net Position. Additionally, OPEB expense will no longer be equal to annual OPEB costs, but instead will be equal to the change in Net OPEB Liability from year to year, with adjustments for deferred amounts. The Aviation Department will also be required to include more extensive footnote disclosures and supplementary schedules. As of September 30, 2023, the Aviation Department reported a Total OPEB Liability of approximately \$28.5 million and an annual OPEB expense of approximately \$3.1 million. During the Fiscal Year ended September 30, 2023, the Aviation Department contributed \$1.3 million towards retirees' medical benefits on a pay-as-you-go basis. As of September 30, 2023, no assets have been segregated and restricted to provide postretirement benefits.

The annual OPEB expense and Total OPEB Liability is based on an actuarial valuation of the County's postemployment benefit plan performed by Arthur J. Gallagher & Co. ("Gallagher"), an independent actuary firm. The actuary valuation report is prepared by Gallagher and provided to the County on an annual basis, the latest actuarial valuation report was provided to the County in January 2024 with a valuation date as of September 30, 2023.

All of the decreases and increases associated with GASB No. 75 are accrual based accounting changes, and do not represent decreases or increases in cash or liquidity positions. The Aviation Department does not expect that implementation of GASB No. 75 will have any effect on the County's ability to pay debt service on the Series 2024 Bonds.

In regard to pension benefits, the Aviation Department contributes to the Florida Retirement System (the "FRS"), a cost-sharing multi-employer plan administered by the State of Florida. Through Fiscal Year 2010, the Aviation Department's pension plan was noncontributory. Beginning July 1, 2011, Aviation Department employees (like all other FRS participants) were required to make a 3% pretax contribution. Combined with the employees' contribution, the County contributed 100% of the annual (Fiscal Year 2019) required contribution to the FRS, which is consistent with past practices by the County.

The Governmental Accounting Standards Board issued Statement No. 68, "Accounting and Financial Reporting for Pensions" ("GASB No. 68") – an amendment to GASB Statement No. 27, "Accounting for Pensions by State and Local Governmental Employers," which first became effective for the Aviation Department's Fiscal Year

ended September 30, 2015. As a participating employer, the Aviation Department implemented GASB No. 68, which requires an employer participating in cost-sharing multiple-employer defined benefit pension plans to report the employer's proportionate share of the net pension liabilities of the defined benefit pension plans. The greatest impact of GASB No. 68 on the Aviation Department is the inclusion of the Aviation Department's proportionate share of the FRS Net Pension Liability (the "Net Pension Liability"), which reduces the Aviation Department's Unrestricted Net Position and Total Net Position. Additionally, pension expense is no longer equal to pension contributions made, but instead is equal to the change in net pension liability from year to year, with adjustments for deferred amounts. The Aviation Department is also now required to include more extensive footnote disclosures and supplementary schedules. As of September 30, 2023, the Aviation Department reported a Net Pension Liability of approximately \$93.5 million and \$31.1 million for its proportionate share of the FRS benefits and the Retiree Health Insurance Subsidy Program, respectively.

All of the decreases associated with GASB No. 68 are accrual based accounting changes, and do not represent decreases in cash or liquidity positions. The Aviation Department does not expect that implementation of GASB No. 68 will have any effect on the County's ability to pay debt service on the Series 2024 Bonds.

Additional information can be found regarding OPEB and the funding of the pension plan in the Notes to the Financial Statements section, particularly Notes 11 and 13, of "APPENDIX A – AUDITED FINANCIAL STATEMENTS OF THE AVIATION DEPARTMENT FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2023."

COUNTY INVESTMENT POLICY

Pursuant to Florida Statutes, Section 218.415, which requires a written investment policy by the Board, the County adopted an investment policy (the "Investment Policy") which applies to all funds held by or for the benefit of the Board in excess of those required to meet short-term expenses, except for proceeds of bond issues (including the Series 2024 Bonds) which are specifically exempted by Board ordinance or resolution.

The primary objectives of the Investment Policy, listed in order of importance are:

1. the safety of principal;
2. the liquidity of funds; and
3. the maximization of investment income.

The Investment Policy limits the securities eligible for inclusion in the County's portfolio to a maximum maturity of five years. The Investment Policy allows investments in repurchase agreements with a maximum length to maturity of 14 days from the date of purchase; the collateral shall be "marked to market" as needed.

To enhance safety, the Investment Policy requires the diversification of the portfolio to control the risk of loss resulting from over-concentration of assets in a specific maturity, issuer, instrument, dealer, or bank through which the instruments are bought and sold. The Investment Policy also requires monthly performance reports to be presented to the County Clerk and to the County's Finance Director, quarterly performance reports to be submitted to the Investment Advisory Committee and an annual report to be presented to the Board within 120 days of the end of the Fiscal Year.

The Investment Policy may be modified by the Board as it deems appropriate to meet the needs of the County.

TAX MATTERS

General

The following discussion is a summary of the opinions of Bond Counsel to the County that are to be rendered on the tax status of interest on the Series 2024 Bonds and of certain federal income tax considerations that may be relevant to prospective purchasers of the Series 2024 Bonds. This summary is based on existing law, including current

provisions of the Internal Revenue Code of 1986, as amended (the "Code"), existing and proposed regulations under the Code, and current administrative rulings and court decisions, all of which are subject to change.

Upon issuance of the Series 2024 Bonds, Bond Counsel to the County will provide their opinions, expected to be in the proposed forms set forth in APPENDIX D, to the effect that, under existing law, as currently enacted and construed, and subject to the assumptions described under "Additional Tax Matters" below: (i) interest on the Series 2024 Bonds is excludable from gross income for federal income tax purposes, except for interest on any Series 2024A Bonds for any period during which such Series 2024A Bonds are held by a person who is a "substantial user" of the facilities financed or a "related person," as those terms are used in Section 147(a) of the Code; (ii) interest on the Series 2024A Bonds is an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; (iii) interest on the Series 2024B Bonds is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; (iv) in the case of the alternative minimum tax imposed by Section 55(b)(2) of the Code on applicable corporations (as defined in Section 59(k) of the Code), interest on the Series 2024 Bonds is not excluded from the determination of adjusted financial statement income; and (v) the Series 2024 Bonds and the income thereon will not be subject to taxation under the laws of the State of Florida, except as to estate taxes and taxes under Chapter 220, Florida Statutes, on interest, income or profits on debt obligations owned by corporations as defined in said Chapter 220.

Additional Tax Matters

Except as described above, Bond Counsel will express no opinion regarding the federal income tax consequences resulting from the receipt or accrual of the interest on the Series 2024 Bonds, or the ownership or disposition of the Series 2024 Bonds. Prospective purchasers of the Series 2024 Bonds should be aware that the ownership of the Series 2024 Bonds may result in other collateral federal tax consequences, including (i) the denial of a deduction for interest on indebtedness incurred or continued to purchase or carry the Series 2024 Bonds, (ii) the reduction of the loss reserve deduction for property and casualty insurance companies by the applicable statutory percentage of certain items, including the interest on the Series 2024 Bonds, (iii) the inclusion of the interest on the Series 2024 Bonds in the earnings of certain foreign corporations doing business in the United States for purposes of a branch profits tax, (iv) the inclusion of the interest on the Series 2024 Bonds in the passive income subject to federal income taxation of certain Subchapter S corporations with Subchapter C earnings and profits at the close of the taxable year, and (v) the inclusion of interest on the Series 2024 Bonds in the determination of the taxability of certain Social Security and Railroad Retirement benefits to certain recipients of such benefits. The nature and extent of the other tax consequences described above will depend on the particular tax status and situation of each owner of the Series 2024 Bonds. Prospective purchasers of the Series 2024 Bonds should consult their own tax advisors as to the impact of these other tax consequences.

Bond Counsel's opinions are based on existing law, which is subject to change. Such opinions are further based on factual representations made to Bond Counsel as of the date thereof. Bond Counsel assumes no duty to update or supplement its opinions to reflect any facts or circumstances that may thereafter come to Bond Counsel's attention, or to reflect any changes in law that may thereafter occur or become effective. Moreover, Bond Counsel's opinions are not a guarantee of a particular result and are not binding on the IRS or the courts; rather, such opinions represent Bond Counsel's professional judgment based on its review of existing law, and in reliance on the representations and covenants that it deems relevant to such opinion.

Original Issue Premium

Certain of the Series 2024 Bonds ("Premium Bonds") may be offered and sold to the public at a price in excess of their stated redemption price (the principal amount) at maturity (or earlier for certain Premium Bonds callable prior to maturity). That excess constitutes bond premium. For federal income tax purposes, bond premium is amortized over the period to maturity of a Premium Bond, based on the yield to maturity of that Premium Bond (or, in the case of a Premium Bond callable prior to its stated maturity, the amortization period and yield may be required to be determined on the basis of an earlier call date that results in the lowest yield on that Premium Bond), compounded semiannually (or over a shorter permitted compounding interval selected by the owner). No portion of that bond premium is deductible by the owner of a Premium Bond. For purposes of determining the owner's gain or loss on the sale, redemption (including redemption at maturity), or other disposition of a Premium Bond, the owner's tax basis in the Premium Bond is reduced by the amount of bond premium that accrues during the period of ownership. As a result,

an owner may realize taxable gain for federal income tax purposes from the sale or other disposition of a Premium Bond for an amount equal to or less than the amount paid by the owner for that Premium Bond.

Owners of Premium Bonds should consult their own tax advisors as to the determination for federal income tax purposes of the amount of bond premium properly accruable in any period with respect to the Premium Bonds and as to other federal tax consequences, and the treatment of bond premium for purposes of state and local taxes on, or based on, income.

Changes in Federal and State Tax Law

From time to time, there are legislative proposals suggested, debated, introduced or pending in Congress or in the State legislature that, if enacted into law, could alter or amend one or more of the federal tax matters, or state tax matters, respectively, described above including, without limitation, the excludability from gross income of interest on the Series 2024 Bonds, adversely affect the market price or marketability of the Series 2024 Bonds, or otherwise prevent the holders from realizing the full current benefit of the status of the interest thereon. It cannot be predicted whether or in what form any such proposal may be enacted, or whether, if enacted, any such proposal would affect the Series 2024 Bonds. In addition, regulatory actions are from time to time announced or proposed and litigation is threatened or commenced which, if implemented or concluded in a particular manner, could adversely affect the market value of the Series 2024 Bonds. It cannot be predicted whether any such regulatory action will be implemented, how any particular litigation or judicial action will be resolved, or whether the Series 2024 Bonds or the market value thereof would be impacted thereby. Purchasers of the Series 2024 Bonds should consult their tax advisors regarding any pending or proposed legislation, regulatory initiatives or litigation. The opinions expressed by Bond Counsel are based on existing legislation and regulations as interpreted by relevant judicial and regulatory authorities as of the date of issuance and delivery of the Series 2024 Bonds, and Bond Counsel has expressed no opinion as of any date subsequent thereto or with respect to any pending legislation, regulatory initiatives or litigation.

Information Reporting and Backup Withholding

Interest paid on tax-exempt bonds such as the Series 2024 Bonds is subject to information reporting to the Internal Revenue Service in a manner similar to interest paid on taxable obligations. This reporting requirement does not affect the excludability of interest on the Series 2024 Bonds from gross income for federal income tax purposes. However, in conjunction with that information reporting requirement, the Code subjects certain non-corporate owners of the Series 2024 Bonds, under certain circumstances, to "backup withholding" at the rates set forth in the Code, with respect to payments on the Series 2024 Bonds and proceeds from the sale thereof. Any amount so withheld would be refunded or allowed as a credit against the federal income tax of such owner of the Series 2024 Bonds. This withholding generally applies if the owner of Series 2024 Bonds (i) fails to furnish the payor such owner's social security number or other taxpayer identification number ("TIN"), (ii) furnished the payor an incorrect TIN, (iii) fails to properly report interest, dividends, or other "reportable payments" as defined in the Code, or (iv) under certain circumstances, fails to provide the payor or such owner's securities broker with a certified statement, signed under penalty of perjury, that the TIN provided is correct and that such owner is not subject to backup withholding. Prospective purchasers of the Series 2024 Bonds may also wish to consult with their tax advisors with respect to the need to furnish certain taxpayer information in order to avoid backup withholding.

CONTINUING DISCLOSURE

General Undertaking

The County has covenanted in the Series 2024 Resolution, in accordance with the provisions of, and to the degree necessary to comply with, the continuing disclosure requirements of Rule 15c2-12, as amended ("Rule 15c2-12") of the SEC, to provide or cause to be provided for the benefit of the beneficial owners of the Series 2024 Bonds to the Municipal Securities Rulemaking Board (the "MSRB") via its Electronic Municipal Market Access System ("EMMA") and in an electronic format prescribed by the MSRB and such other municipal securities information repository as may be required by law or applicable regulation, from time to time (each such information repository, a "MSIR"), the following annual financial information (the "Annual Information"), with the first such installment of Annual Information to be provided with respect to the Fiscal Year ending September 30, 2024:

(1) Revenues and Net Revenues of the Aviation Department and operating information for the prior Fiscal Year of the type and in a form which is generally consistent with the presentation of such information in this Official Statement for the Series 2024 Bonds, and such additional operating information as may be determined by the Aviation Department; and

(2) The audited Aviation Department's Annual Comprehensive Financial Report utilizing generally accepted accounting principles applicable to local governments.

The information in paragraphs (1) and (2) above is expected to be available on or before June 1 of each year for the preceding Fiscal Year and will be made available, in addition to the Trustee and each MSIR, to each Beneficial Owner of the Series 2024 Bonds who requests such information in writing. The audited Aviation Department's Annual Comprehensive Financial Report referred to in paragraph (2) above is expected to be available separately from the information in paragraph (1) above and will be provided by the County as soon as practical after the acceptance of such statements from the auditors by the Aviation Department. If not available within eight months from the end of the Fiscal Year, unaudited information will be provided in accordance with the time frame set forth above and audited financial statements will be provided as soon after such time as they become available.

The County has also agreed to provide or cause to be provided, in a timely manner, to each MSIR, in the appropriate format required by law or applicable regulation, notice of its failure to provide the Annual Information with respect to itself on or prior to June 1 following the end of the preceding Fiscal Year.

The foregoing obligations of the County shall remain in effect only so long as the Series 2024 Bonds are Outstanding. The County has reserved the right to terminate its obligation to provide the Annual Information and notices of material events, as set forth above, if and when the County no longer remains an "obligated person" with respect to the Series 2024 Bonds within the meaning of the Rule.

Notwithstanding the foregoing, each MSIR to which information shall be provided shall include each MSIR approved by the SEC prior to the issuance of the Series 2024 Bonds. In the event that the SEC approves any additional MSIRs after the date of issuance of the Series 2024 Bonds, the County will, if the County is notified of such additional MSIRs, provide such information to the additional MSIRs. Failure to provide such information to any new MSIR whose status as a MSIR is unknown to the County shall not constitute a breach of this covenant.

The requirements of filing the Annual Information do not necessitate the preparation of any separate annual report addressing only the Series 2024 Bonds. The requirements may be met by the filing of an annual information statement or the audited general purpose financial statements of the Aviation Department or the County's Annual Comprehensive Financial Report, provided such report includes all of the required Annual Information and is available by June 1 of each year for the preceding Fiscal Year. Additionally, the County may incorporate any information in any prior filing with each MSIR or included in any official statement of the County, provided such official statement is filed with the MSRB.

The County has selected Digital Assurance Certification, L.L.C. ("DAC") to serve as the County's disclosure dissemination agent for purposes of filing the Annual Information as required by the Rule with the MSRB in an electronic format prescribed by the MSRB. During any period that DAC or any other party is acting as disclosure dissemination agent for the County with respect to the County's continuing disclosure obligations, the County will comply with the provisions of any agreement by and between the County and any such disclosure dissemination agent.

The County has reserved the right to modify from time to time the specific types of information provided or the format of the presentation of such information, to the extent necessary or appropriate in the judgment of the County, provided that the County has agreed that any such modification will be done in a manner consistent with the Rule. See "APPENDIX F – CONTINUING DISCLOSURE UNDERTAKING" for a complete copy of the County's continuing disclosure undertaking.

Obligated Persons

The County has determined that as of the issuance of the Series 2024 Bonds, the County will be the sole Obligated Person (as defined in the Rule) with respect to the Series 2024 Bonds.

Because the County will be the sole Obligated Person with respect to the Series 2024 Bonds at the time of their issuance, the County's continuing disclosure undertaking does not provide for, and no undertaking is being made by the County or the Aviation Department to update, any information contained in this Official Statement with respect to any individual airline. Under the 2018 AUA, each Signatory Airline is contractually obligated to make payments only to the extent of its use of the Airport during any Fiscal Year.

Airline Disclosure

Copies of the SEC filings (including (i) an Annual Report on Form 10-K, and (ii) a Quarterly Report on Form 10-Q, annual, quarterly and special reports, information statements and other information) for any individual airline that is required to file such reports pursuant to Sections 13(a), 13(c), 14 or 15(d) of the Exchange Act of 1934, as amended, are available over the Internet at the web site of the Securities and Exchange Commission at <http://www.sec.gov>; or at the SEC's public reference room in Washington, D.C. See also "CERTAIN INVESTMENT CONSIDERATIONS – Airline Economic Considerations – *Additional Information on Airlines*" for the location of other financial and operating data that may be available as to individual airlines operating at the Airport.

Procedures and Past Performance

The County has procedures in place with respect to its continuing disclosure undertakings and, as noted above, utilizes DAC to assist it in its compliance. The following information describes the instances of non-compliance with such undertakings, known to the County, in the past five years.

The County has become aware that its dissemination agent failed to link certain CUSIP numbers for certain outstanding CUSIPS to the County's otherwise timely filed annual financial statements and/or annual financial and operating data in the last five years. As of May 2023, the County has caused its dissemination agent to correct such linkage issues in the manner prescribed by the MSRB's EMMA system and does not view such linkage issues as material non-compliance.

Limited Information; Limited Rights of Enforcement

The County's obligation under its continuing disclosure undertaking with respect to the Series 2024 Bonds is limited to supplying limited information at specified times and may not provide all information necessary to determine the value of the Series 2024 Bonds at any particular time.

The County has agreed that its undertaking pursuant to the Rule set forth in the Series 2024 Resolution and this Official Statement is intended to be for the benefit of the Beneficial Owners of the Series 2024 Bonds and shall be enforceable by the Trustee on behalf of such Beneficial Owners in the manner provided in the Trust Agreement if the County fails to cure a breach within a reasonable time after receipt of written notice from a Beneficial Owner that a breach exists; provided, however, that any such Beneficial Owner's right to enforce the provisions of this undertaking shall be limited to a right to obtain specific performance of the County's obligations in a Federal or State court located within the County and any failure by the County to comply with the provisions of this undertaking shall not be a default with respect to the Series 2024 Bonds.

EMMA System

Under existing law, County filings of continuing disclosure under the County's continuing disclosure undertaking must be made through the EMMA system (Electronic Municipal Market Access), established and maintained by the MSRB. Investors can access the EMMA system at www.emma.msrb.org and follow the instructions provided on such website to locate filings by the County with respect to the Series 2024 Bonds.

While all filings under the Rule must be made through EMMA, filings made by the County prior to July 1, 2009 with respect to its continuing disclosure obligations relating to the Outstanding Bonds, cannot be found through the EMMA system and must be located through the pre-existing MSIRs.

RATINGS

S&P Global Ratings, a business unit of Standard & Poor's Financial Services LLC ("S&P"), Kroll Bond Rating Agency ("KBRA") and Fitch Ratings ("Fitch," and together with S&P and KBRA, the "Rating Agencies") have assigned the ratings of "A+" (stable outlook), "AA-" (stable outlook) and "A+" (stable outlook), respectively, to the Series 2024 Bonds.

The ratings and outlooks reflect only the view of the Rating Agencies. Any desired explanation of the significance of such ratings and outlooks should be obtained from the Rating Agency furnishing the same. Generally, the Rating Agencies base their ratings and outlooks on the information and materials furnished to them and on investigations, studies and assumptions by them. There is no assurance that the ratings or outlooks will continue for any given period of time or that the same will not be revised downward or withdrawn entirely by the Rating Agency furnishing the same if, in its judgment circumstances so warrant. Any such downward revision or withdrawal of the rating or outlook may have an adverse effect on the market price of the Series 2024 Bonds.

ENFORCEABILITY OF REMEDIES

The remedies available to the owners of the Series 2024 Bonds upon an event of default under the Trust Agreement are in many respects dependent upon regulatory and judicial actions, which are often subject to discretion and delay. Under existing laws and judicial decisions, the remedies provided for under the Trust Agreement may not be readily available or may be limited. The various legal opinions to be delivered concurrently with the delivery of the Series 2024 Bonds will be qualified to the extent that the enforceability of certain legal rights related to the Series 2024 Bonds is subject to limitations imposed by bankruptcy, reorganization, insolvency or other similar laws affecting the enforcement of creditors' rights generally and by equitable remedies and proceedings generally.

UNDERWRITING

The Series 2024 Bonds are being purchased by the Underwriters listed on the cover page hereof, for whom Barclays Capital Inc., is acting as representative. Subject to certain conditions, the Underwriters have agreed to purchase all of the (i) Series 2024A Bonds at a purchase price of \$842,696,624.73, representing the original principal amount of \$779,730,000.00, plus original issue premium of \$65,542,009.80, and less an Underwriters' discount of \$2,575,385.07; and (ii) Series 2024B Bonds at a purchase price of \$154,950,292.42, representing the original principal amount of \$138,455,000.00, plus original issue premium of \$16,945,914.35, and less an Underwriters' discount of \$450,621.93. The Bond Purchase Agreement (the "BPA") between the Underwriters and the County provides that the Underwriters will purchase all of the Series 2024 Bonds if any are purchased. The combined total underwriting compensation with respect to the Series 2024 Bonds is \$3,026,007.00 (0.329564%) of the principal amount of the Series 2024 Bonds). The prices and yields for the Series 2024 Bonds set forth on the inside cover page may be changed after the initial offering by the Underwriters.

The Underwriters are being compensated by the underwriting discounts set forth in the BPA described above. Payment or receipt of the underwriting discounts is contingent on the closing of the transaction and the amount of the discounts may be based, in whole or in part, on a percentage of the principal amount of the Series 2024 Bonds. While this form of compensation is customary in the municipal securities market, it presents a conflict of interest since the Underwriters may have an incentive to recommend to the issuer a transaction that is unnecessary or to recommend that the size of the transaction be larger than is necessary unless a larger deal size is deemed by the issuer to be financially beneficial.

Certain of the Underwriters and their respective affiliates are full service financial institutions engaged in various activities, which may include sales and trading, commercial and investment banking, advisory, investment management, investment research, principal investment, hedging, market making, brokerage and other financial and non-financial activities and services. Certain of the Underwriters and their respective affiliates have provided, and

may in the future provide, a variety of these services to the County and to persons and entities with relationships with the County, for which they received or will receive customary fees and expenses.

In the ordinary course of their various business activities, certain of the Underwriters and their respective affiliates, officers, directors and employees may purchase, sell or hold a broad array of investments and actively traded securities, derivatives, loans, commodities, currencies, credit default swaps and other financial instruments for their own account and for the accounts of their customers, and such investment and trading activities may involve or relate to assets, securities and/or instruments of the County (directly, as collateral securing other obligations or otherwise) and/or persons and entities with relationships with the County. Certain of the Underwriters and their respective affiliates may also communicate independent investment recommendations, market color or trading ideas and/or publish or express independent research views in respect of such assets, securities or instruments and may at any time hold, or recommend to clients that they should acquire, long and/or short positions in such assets, securities and instruments. Such investment and securities activities may involve securities and instruments of the County.

In addition, certain of the Underwriters have entered into distribution agreements with other broker-dealers (that have not been designated by the County as Underwriters) for the distribution of the Series 2024 Bonds at the original issue prices. Such agreements generally provide that the relevant Underwriter will share a portion of its underwriting compensation or selling concession with such broker-dealers.

FINANCIAL ADVISOR

Hilltop Securities Inc., Orlando, Florida, is the financial advisor (the "Financial Advisor") to the County with respect to the issuance and sale of the Series 2024 Bonds. The Financial Advisor has assisted the County in the preparation of this Official Statement and has advised the County as to other matters relating to the planning, structuring and issuance of the Series 2024 Bonds. The Financial Advisor is not obligated to undertake and has not undertaken to make an independent verification or to assume responsibility for the accuracy, completeness or fairness of the information contained in this Official Statement. The fee payable to the Financial Advisor is contingent upon the issuance and delivery of the Series 2024 Bonds.

RELATIONSHIPS OF PARTIES

A number of the firms serving as Bond Counsel, Disclosure Counsel or Underwriters' Counsel (1) have represented and may continue to represent the Trustee and one or more of the Underwriters in connection with other transactions and (2) represent the County on certain other matters.

FINANCIAL STATEMENTS

The financial statements of the Aviation Department as of and for the Fiscal Year ended September 30, 2023, included in APPENDIX A have been audited by Cherry Bekaert LLP, independent auditors, as stated in their report appearing in APPENDIX A. Such financial statements speak only as of September 30, 2023 and have been included as a matter of public record. Cherry Bekaert LLP (1) has not been engaged to perform and has not performed since the date of its report on such financial statements any procedures with respect to such financial statements and (2) has not performed any procedures relating to this Official Statement. The consent of Cherry Bekaert LLP for the use of the financial statements herein has not been sought. See "APPENDIX A – AUDITED FINANCIAL STATEMENTS OF THE AVIATION DEPARTMENT FOR THE FISCAL YEAR ENDED SEPTEMBER 30, 2023."

CERTAIN LEGAL MATTERS

Certain legal matters incident to the issuance of the Series 2024 Bonds are subject to the legal opinions of Greenberg Traurig, P.A., Miami, Florida, and Edwards & Feanny, P.A., Miami, Florida, Bond Counsel to the County. Certain legal matters will be passed upon for the County by the Office of the Miami-Dade County Attorney. Certain other legal matters relating to disclosure will be passed upon for the County by GrayRobinson, P.A., Miami, Florida, and Law Offices Thomas H. Williams Jr., P.L., Miami, Florida, Disclosure Counsel, whose opinions will be delivered with the Series 2024 Bonds. Bryant Miller Olive, P.A., Miami, Florida, is acting as counsel to the Underwriters. The

fees payable to Bond Counsel, Disclosure Counsel and Underwriters' Counsel are contingent upon the issuance and delivery of the Series 2024 Bonds.

The proposed text of the separate legal opinions of Bond Counsel and Disclosure Counsel are set forth as "APPENDIX D – PROPOSED FORM OF BOND COUNSEL OPINION" and "APPENDIX E – PROPOSED FORM OF DISCLOSURE COUNSEL OPINION," respectively. The actual legal opinions to be delivered may vary from the text of APPENDIX D and APPENDIX E, if necessary, to reflect facts and law on the date of delivery of the Series 2024 Bonds. The opinions will speak only as of their date and subsequent distribution of it by recirculation of this Official Statement or otherwise shall not create any implication that subsequent to the date of the opinions Bond Counsel have affirmed their opinion or that Disclosure Counsel have reviewed or expressed any opinion concerning any of the matters referenced in this Official Statement.

The approving legal opinions of Bond Counsel will be limited to the matters set forth therein and will make no statement regarding the accuracy and completeness of this Official Statement.

The legal opinions of Bond Counsel, Disclosure Counsel and the Office of the Miami-Dade County Attorney are based on existing law, which is subject to change. Such opinions are further based on factual representations made to Bond Counsel, Disclosure Counsel and the Office of the Miami-Dade County Attorney as of the date thereof. Bond Counsel, Disclosure Counsel and the Office of the Miami-Dade County Attorney assume no duty to update or supplement their respective opinions to reflect any facts or circumstances, including changes in law that may thereafter occur or become effective.

The legal opinions to be delivered concurrently with the delivery of the Series 2024 Bonds express the professional judgment of the attorneys rendering the opinions regarding the legal issues expressly addressed therein. By rendering a legal opinion, the attorneys providing such opinion do not become insurers or guarantors of the result indicated by that expression of professional judgment, of the transaction on which the opinion is rendered, or of the future performance of parties to the transaction. Nor does the rendering of an opinion guarantee the outcome of any legal dispute that may arise out of the transaction.

LITIGATION

General

The County is a party, from time to time, to various lawsuits relating to the Airport and the Aviation Department, all of which the County has, and will continue to, vigorously defend and/or prosecute. There is not now pending any litigation restraining or enjoining the issuance or delivery of the Series 2024 Bonds or questioning or affecting the validity of the Series 2024 Bonds or the proceedings and authority under which they are to be issued. Neither the creation, organization or existence, nor the title of the present members of the Board or other officers of the County to their respective offices, is being contested. Except as noted below, there is no litigation pending, or to the knowledge of County officials threatened, which, if it were decided against the County or the Aviation Department, would have a material adverse effect upon the financial affairs of the County or the Aviation Department, with regard to Port Authority Properties. There is not now pending any claim, or, to the knowledge of County officials, any threatened claim, that the Landing Fees or any other rates and charges at the Airport are not in accordance with federal, state or local law.

Aviation Environmental Matters

In August 1993, the Aviation Department and the County's Department of Environmental Resources Management ("DERM") entered into a Consent Agreement (the "DERM Consent Agreement"). Under the DERM Consent Agreement, the Aviation Department became liable to address and correct subsurface contamination resulting from various Airport tenants' operations and failure to comply with their legal obligations at the Airport, including facilities previously occupied by Eastern Air Lines and Pan American World Airways. In addition, the Aviation Department had a preliminary study performed by an independent engineering firm to estimate the Aviation Department's damages imposed by the DERM Consent Agreement. This study, known as the "Opinion of Cost," was used as a basis to record the cost of environmental remediation liability at the Airport as of September 30, 1993.

In each subsequent year, the Aviation Department received an updated study performed by Wood Environment and Infrastructure Solutions, Inc. ("Wood"), formerly known as AMEC Foster Wheeler Environment and Infrastructure, Inc. and MACTEC Engineering and Consulting, an independent engineering firm, to further update the estimated costs to correct the environmental violations noted in the Consent Order based on additional information and further refinement of estimated costs to be incurred.

As a result of the updated study and costs incurred in Fiscal Year 2023, the total cumulative estimated cost to correct such violations was \$203.6 million. This estimate allows for uncertainties as to the nature and extent of environmental reparations and the methods which must be employed for the remediation. The cumulative amount of environmental expenditures spent through September 30, 2023 approximated \$161.4 million. The Aviation Department has also spent \$56.3 million in other environmental-related projects which are not part of any consent order.

During Fiscal Year 1998, the Florida Department of Environmental Protection (the "FDEP") required the Aviation Department to enter into a Consent Order ("FDEP Consent Order"). The FDEP Consent Order, which encompasses and replaces the DERM Consent Agreement, requires the Aviation Department to address and correct subsurface contamination at all locations at the Airport that are contaminated as well as additional sites where contamination is suspected. Under these and other consent orders/agreements, environmental regulatory agencies are entitled to penalties for the violations cited in the consent orders/agreements entered into by the Aviation Department.

In 1999, the Board authorized the Aviation Department's Environmental Cost Recovery Program to recover the costs of remediation of environmental contamination at MIA from responsible parties, insurers, and regulatory programs. As part of that program, the County proceeded with demand for payment and litigation against current and former users of the Airport, including the U.S. government. It also pursued payments from FDEP under its Inland Protection Trust Fund, which allows for the reimbursement or pre-approval for payment of certain qualified petroleum cleanups. A more detailed discussion of some of those efforts follows.

The Aviation Department also applied for \$40 million of reimbursable costs from the Inland Protection Trust Fund for eligible petroleum cleanup costs. Initially, \$24 million was approved for reimbursement. The Aviation Department appealed approximately \$10.1 million in denied supplemental payment requests for reimbursement and audited amounts, which was settled for an additional \$4.6 million that brought the total reimbursed to \$28.6 million. In addition, certain Airport sites where contamination is suspected are recorded in the FDEP Consent Order under a "Protective Filing." If contamination were documented at these sites, the State would be required to incur the costs of remediation after the first \$200,000 of costs incurred by the Aviation Department. Because the State will be required to pay for remediation of sites filed in the Protective Filing and because the contamination at these sites is unknown at this time, these sites appear in the Opinion of Cost report with no dollar amounts. To date, the airlines and the other tenants have complied with all actions requested of them by the Aviation Department in order to comply with the FDEP Consent Order.

As noted above, in addition to the state regulatory administrative challenges, the Aviation Department has commenced various lawsuits against responsible parties and insurers to recover damages arising out of the costs associated with environmental contamination addressed by the DERM Consent Agreement and FDEP Consent Order. The County has settled claims against numerous responsible parties and insurers and litigation remains pending or will be brought against others. The County has recovered approximately \$30 million as a result of these settlements, which, along with the Inland Protection Trust Fund ("IPTF") recoveries, brings the total recovered under the Cost Recovery Program to approximately \$60.4 million.

In January 2020, the Opinion of Cost report was further updated to reflect changes that occurred during Fiscal Year 2019. The estimated cost to the Aviation Department to address the contamination as of September 30, 2023 is approximately \$48.5 million. Such amounts are scheduled by Wood to be incurred by the County over six years, but based on recent historical spending levels, it will take longer to complete the work. The liability recorded by the Aviation Department does not include an estimate of any environmental violations at the three general aviation airports or at the two training airports. Management is not aware of any such liabilities, and the occurrence of any would not be material to the Airport's financial statements. Management also believes that no specific amount in the range represents a better estimate of the ultimate liability. Environmental costs that are operating in nature will be included

in the annual operating budget while those costs that are directly related to capital projects will be paid from the related project's funding source(s) including the Cost Recovery Program.

Currently, the County has several pending lawsuits in State Court against the Potentially Responsible Parties ("PRP") and insurers to address recovery of past and future damages associated with the County's liability under the FDEP Consent Order. As of September 30, 2023, the Aviation Department has received approximately \$60.4 million from the State, insurance companies, and PRPs.

The outstanding liability amount as of September 30, 2023 was approximately \$42.2 million, representing the unexpended environmental remediation costs based on the Opinion of Cost performed by an independent engineering firm. As of September 30, 2023, the long-term liability was approximately \$33.6 million, and the short-term liability was approximately \$8.6 million. Management has allocated a portion of bond proceeds to fund this obligation and believes the remaining amount can be funded from recoveries and the operations of the Aviation Department. The liability recorded by the Aviation Department does not include an estimate of any environmental violations at the three general aviation airports or at the two training airports. Management is not aware of any such liabilities, and the occurrence of any would not be material to the financial statements.

In addition to the studies conducted to determine the environmental damage to the sites formerly occupied by Eastern Air Lines and Pan American World Airways, the Aviation Department caused studies to be performed to determine the amount required to remove or otherwise contain the asbestos in certain buildings occupied by the airlines. The Aviation Department has also estimated the amount required to remove or otherwise encapsulate the asbestos in buildings other than those formerly occupied by Eastern Air Lines and Pan American World Airways. The studies estimate the cost to correct the damage related to all buildings to be approximately \$4.5 million. The Aviation Department does not intend to correct all assessed damage related to asbestos in the near future as they pose no imminent danger to the public. Specific issues will be addressed when and if the Aviation Department decides to renovate or demolish related buildings. At such time, the Aviation Department will obligate itself to the cleanup or asbestos abatement. As emergencies or containment issues, if any, arise from these conditions, they will be isolated and handled on a case-by-case basis as part of the Airport's repair and maintenance program. Such amounts do not represent a liability of the Aviation Department until a decision is made by the Aviation Department's management to modify the buildings, which would require the Aviation Department to correct such matters. As a result, no amounts are recorded as of September 30, 2023.

The nature of ground and groundwater contamination at MIA can be divided into two categories: petroleum-related contamination and hazardous/nonhazardous contamination. The Opinion of Cost is divided into three large areas: the IPTF, which was created by the State of Florida to deal with contamination related to petroleum products in sites that qualified for that program; the non-IPTF contamination relating to other sites that might include petroleum as well as hazardous- /nonhazardous-related contamination; and the nonconsent items, which can be either of the above categories but were not specifically listed in the Consent Order.

The table below summarizes the remediation liability by nature of contaminant as of September 30, 2023.

Nature of Contamination	IPTF	Non-IPTF	Nonconsent	Totals
Petroleum	\$3,375,000	--	--	\$ 3,375,000
Hazardous / nonhazardous	--	\$35,350,000	\$3,455,000	38,805,000
Total	\$3,375,000	\$35,350,000	\$3,455,000	\$42,180,000

See "INVESTMENT CONSIDERATIONS - Environmental Liabilities and Hazardous Substances" herein for more information about certain environmental considerations.

DISCLOSURE REQUIRED BY FLORIDA BLUE SKY REGULATIONS

Florida law requires the County to make a full and fair disclosure of any bonds or other debt obligations which it has issued or guaranteed and which are or have been in default as to principal or interest at any time after December 31, 1975 (including bonds or other debt obligations for which it has served as a conduit issuer). The County

is not and has not been in default as to principal and interest on bonds or other debt obligations that it has issued as the principal obligor.

There are several special purpose governmental authorities that serve as conduit issuers of private activity bonds for purposes such as housing, industrial development, education and health care. Defaults have occurred in connection with some of those private activity bonds; however, such defaults affect only the defaulted issues and will have no effect on the payment of the Series 2024 Bonds. The County has no obligation to pay such bonds and the conduit issuers had only a limited obligation to pay such bonds from the payments made by the underlying obligors with respect to such issues. Defaults relating to conduit issuers are not material with regard to the Series 2024 Bonds.

VERIFICATION OF MATHEMATICAL COMPUTATIONS

The arithmetical accuracy of certain computations included in the schedules provided by the Financial Advisor on behalf of the County relating to the computation of forecasted receipts of principal and interest on the Government Obligations and the forecasted payments of principal and interest to pay through their applicable redemption dates the Refunded Bonds and supporting the conclusion of Bond Counsel that the Series 2024 Bonds do not constitute "arbitrage bonds" under Section 148 of the Internal Revenue Code of 1986, as amended, was examined by the Verification Agent. Such computations were based solely upon assumptions and information supplied by the Financial Advisor on behalf of the County. The Verification Agent has restricted its procedures to examining the arithmetical accuracy of certain computations and has not made any study or evaluation of the assumptions and information upon which the computations are based and, accordingly, has not expressed an opinion on the data used, the reasonableness of the assumptions, or the achievability of the forecasted outcome.

CERTIFICATE OF FINANCE DIRECTOR AND AVIATION DIRECTOR CONCERNING THIS OFFICIAL STATEMENT

Concurrently with the delivery of the Series 2024 Bonds, the Finance Director and the Aviation Director will furnish a certificate to the effect that, to the best of their knowledge, this Official Statement, as of its date and as of the date of delivery of the Series 2024 Bonds, does not contain an untrue statement of a material fact and does not omit to state a material fact which should be included in this Official Statement for the purpose for which this Official Statement is to be used, or which is necessary to make the statements contained in this Official Statement, in light of the circumstances in which they were made, not misleading.

MISCELLANEOUS

This Official Statement is not to be construed as a contract with the purchasers of the Series 2024 Bonds. The references, excerpts and summaries of all documents referred to in this Official Statement do not purport to be complete statements of the provisions of such documents, and potential investors should refer to all such documents for full and complete statements of all matters relating to the Series 2024 Bonds, the security for the payment of the Series 2024 Bonds and the rights and obligations of the owners of the Series 2024 Bonds. The information set forth in this Official Statement has been obtained from the County and other sources that are believed to be reliable. The information and expressions of opinion in this Official Statement are subject to change without notice and neither the delivery of this Official Statement nor any sale made shall under any circumstances create any implication that there has been no change in the matters referred to in this Official Statement since its date.

The delivery of this Official Statement by the County has been duly authorized by the Board.

[Remainder of page intentionally left blank]

[THIS PAGE INTENTIONALLY LEFT BLANK]

APPENDIX A

**AUDITED ANNUAL FINANCIAL STATEMENTS OF THE AVIATION DEPARTMENT FOR THE
FISCAL YEAR ENDED SEPTEMBER 30, 2023**

[THIS PAGE INTENTIONALLY LEFT BLANK]



2023

Annual Comprehensive Financial Report

Fiscal Year Ended September 30, 2023



Miami-Dade Aviation Department
An Enterprise Fund of Miami-Dade County, Florida

2023
Annual Comprehensive Financial Report

(This page intentionally left blank)



Annual Comprehensive Financial Report

Fiscal Year Ended September 30, 2023

Prepared by: Finance & Strategy Division



Miami-Dade Aviation Department
An Enterprise Fund of Miami-Dade County, Florida

2023
Annual Comprehensive Financial Report

(This page intentionally left blank)



Annual Comprehensive Financial Report

For the Fiscal Year Ended September 30, 2023



INDEX

Introductory Section (Unaudited)

Letter of Transmittal.....	i
Miami-Dade County Officials	viii
Miami-Dade Aviation Department Senior Staff	ix
Miami-Dade Aviation Department Organizational Chart	x
GFOA Certificate of Achievement	xi

Financial Section

Report of Independent Auditor	1
Management’s Discussion and Analysis (Unaudited)	3
Financial Statements	
Statements of Net Position.....	15
Statements of Revenues, Expenses, and Changes in Net Position	17
Statements of Cash Flows	18
Notes to Financial Statements	20
Required Supplementary Information (Unaudited)	
Florida Retirement System:	
Schedules of Employer Contributions (Unaudited)	64
Schedules of Employer Proportionate Share of Net Pension Liability and Related Ratios (Unaudited)	65
Supplemental Health Insurance Subsidy Pension Information:	
Schedules of Employer Contributions (Unaudited)	66
Schedules of Employer Proportionate Share of Net Pension Liability and Related Ratios (Unaudited)	67
Postemployment Benefits Other than Pensions – Schedules of Changes in Total Liability & Related Ratios	68

Statistical Section (Unaudited)

Overview	69
Aviation Department Schedules of Revenues and Expenses	70
Aviation Department Statements of Net Position	71
Aviation Department Changes in Cash and Cash Equivalents	72
Aviation Department’s Largest Sources of Revenue	73
Key Usage Fees and Charges	74
Concession Revenue per Enplaned Passenger	75
Parking Revenue per Enplaned Passenger	76
Rental Car Revenue per Enplaned Passenger	77
Terminal Rent Revenue per Enplaned Passenger	78
Food and Beverage Revenues per Enplaned Passenger	79
Aviation Department Employee Strength	80
Aircraft Operations	81
Aircraft Landed Weight	82
Passenger Enplanements	83
Passenger Deplanements	84
Enplanement Market Share by Airline by Fiscal Year	85
Air Cargo Activity	86
Miami-Dade County Population and Per Capita Personal Income	87
Principal Employers in Miami-Dade County	88
Revenue Bond Debt Service Coverage	89
Outstanding Debt	90
Long Term Debt per Enplaned Passenger	91
Capital Assets	92

2023
Annual Comprehensive Financial Report

(This page intentionally left blank)



Introductory Section

Letter of Transmittal

Miami-Dade County Officials

Miami-Dade Aviation Department Senior Staff

Miami-Dade Aviation Department Organizational Chart

GFOA Certificate of Achievement



Miami-Dade Aviation Department
An Enterprise Fund of Miami-Dade County, Florida

2023
Annual Comprehensive Financial Report

(This page intentionally left blank)



Miami-Dade Aviation Department
P.O. Box 025504
Miami, Florida 33102
T 305-876-7000 F 305-876-0948
www.miami-airport.com

Commercial Airport:
Miami International Airport

miamidade.gov

General Aviation Airports:
Dade-Collier Training & Transition Airport
Miami Homestead General Aviation Airport
Miami Executive Airport
Miami-Opa Locka Executive Airport

March 22, 2024

Honorable Chairman Oliver G. Gilbert, III
Honorable Members of the Board of County Commissioners
Honorable Daniella Levine Cava, Mayor
Juan Fernandez-Barquin, Clerk of Courts and Comptroller
Residents of Miami-Dade County

Ladies and Gentlemen:

The Annual Comprehensive Financial Report of the Miami-Dade Aviation Department (Aviation Department or MDAD) for the fiscal year ended September 30, 2023, is hereby submitted. Responsibility for both the accuracy and completeness and fairness of presentation, including all disclosures, rests with the Aviation Department. To provide a reasonable basis for making these representations, management of the Aviation Department has established a comprehensive internal control framework that is designed both to protect the government's assets from loss, theft, or misuse and to compile sufficient reliable information for the preparation of the Aviation Department's financial statements in conformity with Generally Accepted Accounting Principles (GAAP). Because the cost of internal controls should not outweigh their benefits, the Aviation Department's comprehensive framework of internal controls has been designed to provide reasonable rather than absolute assurance that the financial statements will be free from material misstatement. This report presents fairly, and discloses fully, in all material respects, the financial position and results of operations of the Aviation Department.

The Aviation Department is also required to be audited in accordance with the provisions of the Single Audit Act of 1984 and the Title 2 U.S. Code of Federal Regulations Part 200 Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards, Audits of States, Local Governments and Non-Profit Organizations, and the Florida Single Audit Act requirement. Information related to the single audit, including the schedule of expenditures of federal awards and state financial assistance, schedule of findings and questioned costs, and the reports of independent auditor, are reported under a separate cover.

GAAP requires that management provide a narrative overview and analysis to accompany the financial statements in the form of Management's Discussion and Analysis (MD&A). This letter of transmittal should be read in conjunction with the MD&A, which can be found immediately following the report of the independent auditor in the Financial Section of this report.

Profile Overview

The Aviation Department operates as an enterprise fund of Miami-Dade County (the County). An enterprise fund is used to account for the financing of services to the general public on a continuing basis with costs recovered primarily through user charges. The County owns Miami International Airport (MIA or the Airport), three general aviation airports, and one training airport (collectively - "the Airport System"), all of which are operated by the Aviation Department.

The County operates the Airport System through the Aviation Department with policy guidance from the Mayor and the Board of County Commissioners of Miami-Dade County, Florida (the Board).

Economic Conditions and Outlook

MIA continues to be an economic engine for Miami-Dade County and the State of Florida. The most recent economic impact study indicated that MIA has an annual financial impact on local tourism, cruise operations, international banking, trade, and commerce of approximately \$32 billion. MIA and aviation-related industries contribute over 275,000 jobs directly and indirectly to the South Florida economy.

The Airport offers an extensive air service network, enhanced by multiple daily scheduled and non-scheduled flights. MIA's stronghold market, the Latin America/Caribbean region, was served by more passenger flights from the airport than from any other U.S. airport. MIA is the premier international gateway to Florida, handling nearly 60% of Florida's total international passenger traffic during calendar year 2022.

MIA is a major transshipment point by air for the Americas. During calendar year 2022, the most recent year for which such information is available, the Airport handled 83% of all air imports and 80% of all air exports between the USA and the Latin American/Caribbean region. The Airport also maintained its ranking as the nation's number one airport in international freight (excluding mail) and became the second busiest U.S. gateway for international passengers during calendar year 2022 (most recent data available). In 2015, the International Air Transport Association (IATA) designated MIA as the first pharmaceuticals (pharma) freight hub in the U.S. and only the second in the world at that time. This certification brands the airport to pharmaceutical manufacturers as a trusted industry leader that transports their products in accordance with global best practices.

The Airport stimulates a host of industries such as tourism, the cruise industry, and international banking and commerce. In terms of trade, the most recent Department of Commerce data showed that the Airport handled 90% of the dollar value of the State's total air imports and exports, and 39% of the State's total air and sea trade with the world. In 2018, MDAD gained final approval from the U.S. Department of Commerce to designate MIA as a Foreign Trade Zone (FTZ) magnet site creating new synergies and opportunities for on-airport businesses. In 2023, LATAM Airlines Group became the first approved operator within MIA's FTZ magnet site.

In calendar year 2022, MIA served more than 50.7 million passengers, shattering its record of 45.9 million set in 2019 by 10.4%. In addition, MIA surpassed Orlando International Airport's calendar year 2022 total of 50.1 million travelers, making MIA the busiest airport in Florida. In 2022, MIA also matched its record of 2.8 million tons of freight set in 2021, by handling 2.3 million tons of international freight and 0.5 million tons of domestic shipments. The airport is on pace for another record-breaking year. To keep pace with long-term forecasted growth, the airport is carrying out an ambitious \$6.9 billion airport wide modernization program.

Passenger Activity

During fiscal year 2023, 51,563,044 passengers travelled through MIA, a 3.7% increase compared to fiscal year 2022, and an all-time high for the Airport. Domestic traffic decreased by 3.5% to 28,665,209, or 55.6% of the total traffic. International traffic accounted for 44.4% of the traffic or 22,897,835 passengers, an increase of 14.3% over the prior fiscal year. In calendar year 2022, MIA was ranked second in the U.S. behind New York's John F. Kennedy Airport for international passengers.

The Airport is American Airline's largest international hub operation, for international passengers. American Airlines accounted for approximately 56.1% of the enplaned passengers at the Airport during fiscal year 2023, and together with its affiliate, Envoy (previously known as American Eagle Airlines), approximately 60.4% of all enplaned passengers during such period. In fiscal year 2023, Delta Air Lines surpassed Envoy to become the second largest carrier at MIA, representing approximately 6% of the enplaned passenger traffic.

Cargo Activity

Cargo (mail and freight) tonnage totaled 2,770,981 tons in fiscal year 2023, resulting in a decrease of 1.3%. MIA remains the number one airport in the U.S. for international freight. Cargo activity generates different types of revenues for the Aviation Department including landing fees, cargo warehouse rentals, aircraft apron rentals, and ground rentals. Cargo carriers represented 25.7% of the landed weight in fiscal year 2023, which is an increase from the 25% in the prior fiscal year.

Airline Agreements

In August 2018, the County entered into separate but identical Airline Use Agreements (AUA) with the airlines using MIA. The AUA, which is a 15-year agreement expiring in 2033, provides that the County, acting through its Board of County Commissioners, has the right to calculate landing fees using an airport system residual cost methodology so that the revenues from landing fees, together with revenues from other sources, will be sufficient to meet the rate covenant and other requirements.

Under the 2018 AUA, there were two significant changes: (i) all fees associated with international arriving passengers will be charged under an International Facility Fee and will no longer be recovered through the base Concourse Use Fee, and (ii) preferential gate assignment and usage will be allowed for airlines that meet certain operational qualifications and all non-preferentially use gates will continue to be common use gates. The International Facility Fee and Preferential Gate Use Fee took effect on October 1, 2019 and October 1, 2020, respectively.

The County has entered into separate but substantially similar Terminal Building Lease Agreements with its airline tenants. Under these agreements, airlines have no obligations to make real property investments in tenant improvements to their premises and in personal property to support their operations.

Passenger Facility Charges (PFC)

The Federal Aviation Administration (FAA) authorized the Aviation Department to impose a Passenger Facility Charge (PFC) of \$3 per passenger commencing November 1, 1994. Subsequently, on October 21, 2001, the FAA approved a revised PFC collection level of \$4.50 with an effective date of January 1, 2002. In December 2002, the FAA approved a PFC application that enables the Aviation Department to use PFC revenues to pay debt service related to the bonds that were issued to finance the construction of the North and South Terminals at MIA.

Per FAA regulations, net receipts from PFCs are restricted to use only on these FAA approved capital projects and related financing costs. The Aviation Department has been authorized to collect PFCs in the estimated aggregate amount of approximately \$2.7 billion including interest. The authorization is expected to expire October 1, 2039. The amount of PFC collections from inception through September 30, 2023, was approximately \$1.75 billion and with interest, approximately \$1.84 billion. Of this amount, the Aviation Department has expended \$1.62 billion, and as of September 30, 2023, the Aviation Department had a cash balance of \$219.3 million in the PFC account.

Capital Projects

In fiscal year 2015, the Aviation Department created a near to mid-term Capital Improvement Program (CIP) that addressed facilities in need of renovations. The CIP started with an approved budget of \$651 million through a Majority-In-Interest (MII) review process (by a majority of the 11 Signatory Airlines that represent the MIA Signatory Airlines as members of the Miami Airport Affairs Committee) in July 2015. As a result of the Airport's changing needs, MDAD decided to increase the CIP to \$3.9 billion, through several MII review processes held between 2017 and 2023, and exempt projects that do not meet the requirements for an MII need. Today, the CIP has grown to a long-term and bigger program with an approved fiscal year 2024 budget of \$6.9 billion, which

addresses the Airport's current demands. The CIP includes projects and funding sources from fiscal year 2015 through fiscal year 2035. Concurrent with the development of the CIP, the Aviation Department is in the process of defining new projects and new funding sources to grow the program.

The CIP now consists of twenty (20) subprograms that are: General Aviation Airports, MIA Airfield and Airside, MIA Cargo and non-Terminal Buildings, MIA Central Base Apron and Utilities, MIA Central Terminal, MIA Concourse E, MIA Fuel Facilities, MIA Land Acquisition, MIA Landside and Roadways, MIA Miscellaneous Projects, MIA North Terminal, MIA Passenger Boarding Bridges, MIA Reserve Maintenance, MIA South Terminal Expansion, MIA South Terminal Improvements, MIA Support Projects, MIA Terminal Wide Projects, MIA Terminal Wide Restrooms Modernization, MIA Terminal Wide Roof and New Program Contingency. The program started with the renovation of Concourse E, which is now mostly complete and open to the public; then moved into the South Terminal, Taxiways, Central Terminal Ticket Counters, Central Base Apron and Utilities, Passenger Boarding Bridges, General Aviation Airports, Land Acquisitions, and Terminal Wide Restrooms. The South Terminal subprogram major project, the Baggage Handling System Renovation for the Central and South Terminals is now complete; Taxiways T, S, and R, from the Miscellaneous subprogram is also finished; the Central Base Apron and Utilities is ending, while the Passenger Boarding Bridges Phase I is in its final phases. The Central Terminal subprogram is advancing with projects in design, the Refurbishment of the Concourse F Phase I is completed, and the North Terminal and South Terminal subprograms have started and are advancing. The General Aviation Airports, Terminal Wide Restrooms, Land Acquisition, and most of the Support Projects are in progress at various stages of completion. Numerous projects from the Terminal Wide and Cargo and non-terminal Buildings subprograms have also started.

The CIP intends to modernize the terminal facilities to accommodate larger aircraft and to provide capacity for increased passenger traffic. The terminal facilities renovation upgrades will improve aesthetics and meet current life-safety and security requirements, as well maintenance needs. The CIP also includes apron improvements in the Central Base area that will improve drainage and add additional hardstands; a revamped Automated People Mover (APM) connecting Lower Concourse E with Satellite E, which opened for service, along with new gates including one Airbus A380 gate area, and new passenger boarding bridges; the renovation of Concourse E Federal Inspection Services (FIS) that improves vertical circulation and provides additional international passenger traffic processing capacity; Apron pavement and rehabilitation around Concourse E and E Satellite; and the rehabilitation of Taxiways R, S, & T. A major component of this program is the Baggage Handling System (BHS) Improvements which has a new automated Checked Baggage Inspection System (CBIS); the MIA Employee Parking Garage project which includes scope for a multi-level parking garage structure that will mostly benefit airline and other terminal employees; the construction of an integrated Airport Operations Center (AOC); the replacing of 44 Passenger Boarding Bridges (PBBs) throughout the concourses in its phase I and 50 in Phase 2; the renovation of ramp level restrooms at Concourse H as well as the Terminal-wide Restrooms Modernization; the MIA Runway Incursion Mitigation (RIM) Hot Spot 5 (Corral Area); the Terminal-wide Roof System Replacement and Lightning Systems Upgrades and the maintenance of all airport facilities.

Three of the CIP subprograms, which represent a major portion of the overall Capital Budget, are the MIA Central Terminal Redevelopment, the MIA North Terminal, and the MIA South Terminal Expansion, which will help to optimize aircraft parking plan, and will improve customer experience and enhance revenue generation. The subprograms involve Gate Optimization and infrastructure upgrades at the North Terminal, including up-gauging gates for bigger aircrafts, Baggage System TSA Recapitalization, Concourse D West Extension – D60, including building expansion and construction of Apron, interior renovations and modernization at Central Terminal, including roof replacement, new ticket counters, improved vertical circulation, and widening of concourses and hold rooms; new apron, drainage system and utilities for both South and Central Terminals; buildings demolition, new gates, construction of a new building structure as part of the South Terminal Expansion, as well as interior renovations in the existing terminal.

Outside the Terminal buildings, the CIP also contemplates major improvements under the Cargo and Non-Terminal Buildings, the Fuel facilities, and the Landside/Roadways Subprograms with projects including the demolition of buildings, tenant's relocation, apron and airside improvements; the GSE Facility for the North Terminal; the vehicle fueling and car wash facility and the 20th Street modification Airport Operations Area (AOA); the construction of the MIA Perimeter Road Bridge over the Tamiami Canal changing the configuration from a single lane in each direction to a double lane in each direction; and the construction of one additional 95,600 gallons fuel tank at the fuel storage at MIA.

The CIP also includes work on general aviation airports; Runway 9-27 rehabilitation at Miami-Opa Locka Executive (OPF) including pavement reconstruction airfield-lighting system renovation; also, at OPF the development of the Run Up Pad aircraft engine testing, which will help to ensure safety and effectiveness during routine aircraft maintenance activities. Security upgrades at Miami-Homestead General Aviation (X51); and works at Miami Executive Airport (TMB) such as the TMB Runway Incursion Mitigation (RIM) HS1 with Taxiway H West Extension to Threshold 9R, the south apron expansion (new taxi lane) and access road, and a new 130-foot-high Air Traffic Control Tower.

In addition to the renovation, expansion, maintenance at MIA Terminals, Airside, Landside and General Aviation Airports, the CIP also includes the purchase of land to expand Miami International Airport.

In June 2015, the Aviation Department issued \$75.0 million in Aviation Revenue Bonds under the Trust Agreement to begin the bond financing portion (including financing costs) of the Capital Improvement Program (CIP), which is currently estimated at \$6.9 billion for fiscal year 2024. In May 2019, the Aviation Department issued \$282.2 million in Aviation Revenue Bonds to continue to fund the CIP. Most of the proceeds were used to pay off \$170 million in outstanding Aviation Commercial Paper Notes for the Commercial Paper program that expired on March 2, 2021. In March 2021, the Aviation Department issued \$200 million in Aviation Commercial Paper Notes for the purpose of providing temporary funding for the CIP.

Tenant Financed Facilities

The Aviation Department has decided, as a matter of policy, to permit tenants of airside facilities to construct some buildings with private financing or private funding. Accordingly, certain hangars and cargo facilities (including those for Federal Express, UPS, LAN Airlines, and Centurion Air Cargo) have been constructed with private financing. Ownership to improvements constructed by a tenant is typically retained in the tenant's name for a stated period of time or until expiration of the lease agreement. If the tenant remains in possession following either of these dates, the tenant is obligated to pay building rent in addition to ground rent or depending on the condition of the improvements, MDAD reserves the right to require the tenant to demolish the improvement(s).

Major Initiatives and Long-Term Financial Planning

In 2019, the Aviation Department unveiled its proposed future CIP Program, which was approved by the Board of County Commissioners on June 4, 2019. This CIP Program will now fund 20 sub-programs that will be built during the period of 5-15 years through 2035 and beyond. To create the projects under these sub-programs, an in-depth assessment of the County's Airport System, including general aviation airports, conducted by the Aviation Department staff considered factors such as demand for growth, operational needs (airside, landside, cargo, and terminal) and funding capacity. Based on the results of the evaluation, the Aviation Department combined MIA's previous capital program, referred to as the Terminal Optimization Program (TOP), with a series of additional projects to develop the proposed CIP Program.

The CIP started with the renovation of Concourse E, modernizing the terminal facilities to accommodate larger aircraft, improving aesthetics and also meeting current life-safety and security requirements; renovating Concourse E Federal Inspection Services (FIS) for improved vertical circulation and additional international passenger traffic processing capacity; revamped the Automated People Mover (APM) that connects lower Concourse E with Satellite E and improved the apron pavement around Concourse E and E Satellite. A major accomplishment for this program is the improved Baggage Handling System (BHS) which has a new automated Checked Baggage Inspection System (CBIS). Other major initiatives are: rehabilitation of Taxiways R, S, & T, MIA Runway Incursion Mitigation (RIM) Hot Spot 5 (Corral Area); the MIA Runway 9-27 Pavement; improvements to the Central Base area pavement, drainage and additional hardstands; replacing 44 Passenger Boarding Bridges (PBBs) throughout the concourses; new Terminal-wide Roof System Replacement and Lightning Systems Upgrades; renovation of the Ramp Level Restrooms at Concourse H; new MIA Employee Parking Garage project which includes scope for a multi-level parking garage structure that will mostly benefit airline and other terminal employees and the Land Acquisition for the airport expansion.

In 2023, the MII reviewed and approved new projects that will be constructed through the implementation of the following sub-programs:

Central Terminal - Sub-program includes MIA Central and South Terminal Bag Claim Optimization Phase 2 and MIA F to H Interconnect. The MIA Central and South Terminal Bag Claim Optimization Phase 2 project will replace the existing domestic baggage claim devices in the Central and South Terminals that have reached the end of their useful life. The baggage claim devices will be removed and reconfigured where possible to increase the capacity of the devices. The MIA F to H Interconnector will provide secure and sterile connectivity from Concourse F to Concourse J and improve efficiencies in security checkpoints that will improve MIA passenger circulation and airline operations.

South Terminal - Sub-program includes the South Terminal Expansion East Phase 1, South Terminal Apron & Utilities Modification, Concourse H Glazing Curtain Wall Assessment & Corrective Action, and Miscellaneous South Terminal Enabling Projects. The South Terminal Expansion Capital Project includes a three-level expansion of the South Terminal to the east. It will add six domestic contact gates with their associated hold rooms and facilities along with three hardstand positions. The new facility will include baggage systems and connections to the existing Central and South Terminals baggage screening system. It also includes shell space along the third level for future clubs/lounges and future sterile circulation that will connect to the South Terminal FIS (international arriving passenger processing area). This last feature will enable MDAD to convert the initial domestic gates to international arrival capable positions at a future date. The major project will be procured as a design/build contract and will also include scope to build out a new South Terminal GSE building along with its associated surface parking. This building will be a replacement for the existing South Terminal GSE facility that currently sits within the new apron/hardstand limits. The South Terminal enabling projects consist of 1) demolishing certain MIA buildings to expand the Aircraft Operations Area (AOA) (in order to accommodate the new concourse, apron and GSE facility) and 2) building a replacement MIA vehicle fueling and car wash facility outside of the AOA.

With the new projects, MIA's capital budget was increased to \$6.9 billion for fiscal year 2024. The current approved projects total \$3.4 billion, of which \$3.0 billion was approved through the MII review process and \$490.0 million did not require an MII review. Future funding for the Department's capital program consists of Aviation Revenue Bonds, Commercial Paper, Federal and State Grants, and Passenger Facility Charges. The Department maximizes the use of the grants as an equity funding source to lessen the amount of Aviation Revenue Bonds (debt) required to fund the capital projects.

Independent Audit

The financial statements for fiscal year 2023 were audited by Cherry Bekaert LLP, and the opinion resulting from their audit is included in this Annual Comprehensive Financial Report. Their audit was made 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*.

Awards

The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the Department for its Annual Comprehensive Financial Report for the fiscal year ended September 30, 2022. The Certificate of Achievement is a prestigious national award recognizing conformance with the highest standards for preparation of state and local government financial reports.

In order to be awarded a Certificate of Achievement, the Department was required to publish an easily readable and efficiently organized Annual Comprehensive Financial Report. This Annual Comprehensive Financial Report must satisfy both accounting principles generally accepted in the United States and applicable legal requirements.

A Certificate of Achievement is valid for one year only. The Department has received a Certificate of Achievement for the last 31 consecutive fiscal years (1992-2022). It believes the current report continues to conform to the Certificate of Achievement program requirements, and as such it is being submitted to GFOA.

Acknowledgements

This report could not have been presented without the efforts of the Finance and Strategy Division staff. We sincerely appreciate their time and thank them for their valuable contributions. The Department also thanks the County Mayor and the Board of County Commissioners for providing continued support to the Department, enabling the successful operation of the Airport System.

Respectfully submitted,



Ralph Cutié
Aviation Director & CEO



Sergio San Miguel, CPA
Chief Financial Officer

Miami-Dade County Officials

Daniella Levine Cava
Mayor

Board of County Commissioners

Oliver G. Gilbert, III, Chairman
Anthony Rodriguez, Vice Chairman

Oliver G. Gilbert, III, District 1

Danielle Cohen Higgins, District 8

Marleine Bastien, District 2

Kionne L. McGhee, District 9

Keon Hardemon, District 3

Anthony Rodriguez, District 10

Micky Steinberg, District 4

Roberto J. Gonzalez, District 11

Eileen Higgins, District 5

Juan Carlos Bermudez, District 12

Kevin M. Cabrera, District 6

René Garcia, District 13

Raquel A. Regalado, District 7

Juan Fernandez-Barquin
Clerk of the Courts and Comptroller

Pedro J. Garcia
Property Appraiser

Geri Bonzon-Keenan
County Attorney

www.miamidade.gov



Miami-Dade Aviation Department Senior Staff



Ralph Cutié
Aviation Director
& Chief Executive Officer



Ken Pyatt
Deputy Director



Basil A. Binns, II
Deputy Director



Arlyn Rull Valenciaga
Chief of Staff &
Senior Policy Advisor



Maurice Jenkins
Digital Strategy &
Innovation Advisor
Chief Innovation Officer



Patricia Hernandez
Senior Executive Assistant



Ana Finol, P.E.
Assistant Director,
Facilities Development



Barbara S. Jimenez
Assistant Director,
Administration



Jeffrey Plant
Assistant Director,
Operations



Isaac Smith
Assistant Director, Facilities
Management & Engineering



Mark O. Hatfield, Jr.
Assistant Director,
Public Safety & Security



Robert Warren
Assistant Director, Business
Retention Development



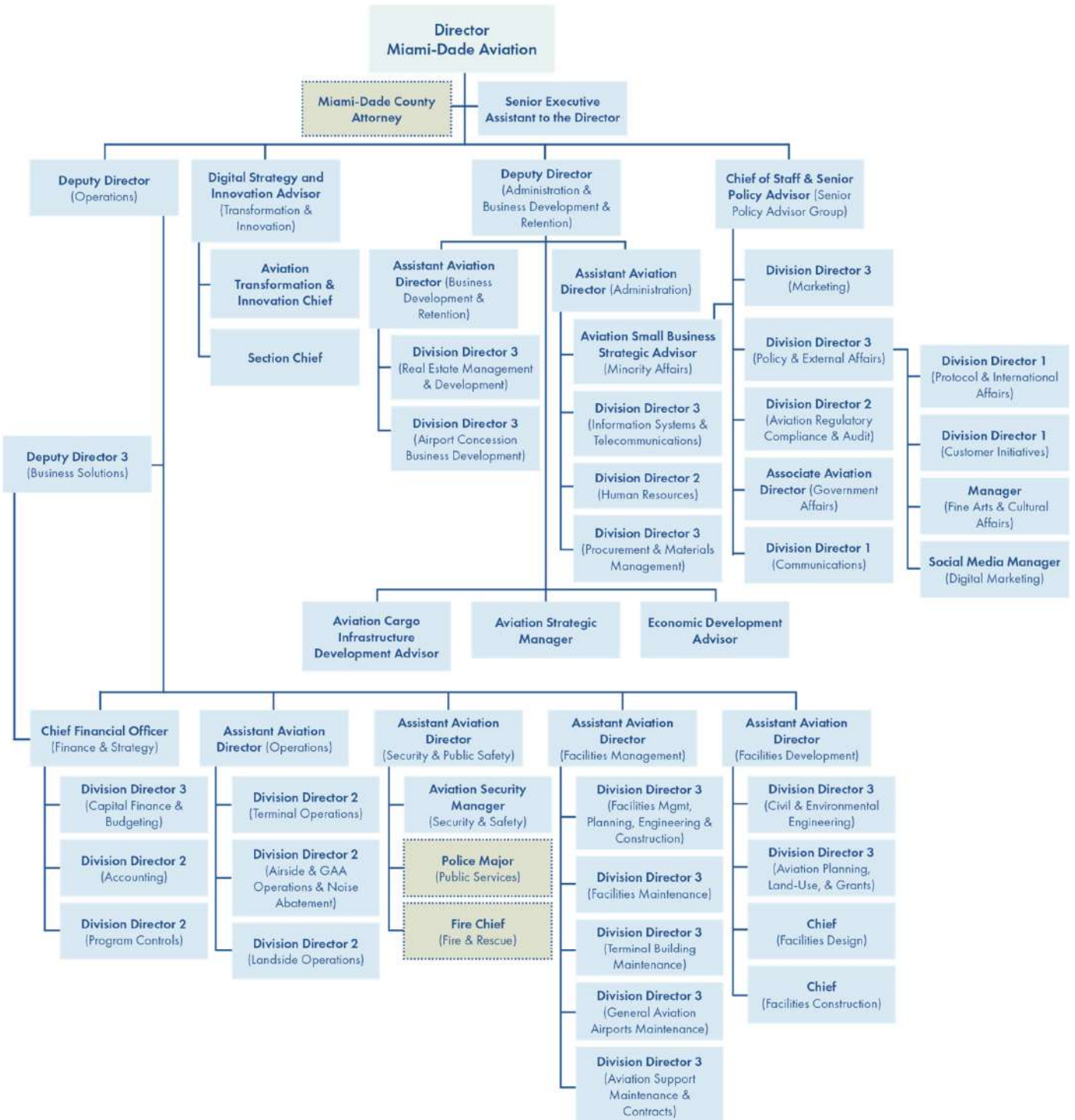
Sergio San Miguel
Chief Financial Officer



Tony Quintero
Associate Director,
Governmental Affairs



Miami-Dade Aviation Department Organizational Chart





Government Finance Officers Association

Certificate of
Achievement
for Excellence
in Financial
Reporting

Presented to

**Miami-Dade County Aviation Department
Florida**

For its Annual Comprehensive
Financial Report
For the Fiscal Year Ended

September 30, 2022

Christopher P. Morill

Executive Director/CEO

2023
Annual Comprehensive Financial Report

(This page intentionally left blank)



Financial Section

Independent Auditors' Report

Management Discussion & Analysis

Financial Statements



Miami-Dade Aviation Department
An Enterprise Fund of Miami-Dade County, Florida

2023
Annual Comprehensive Financial Report

(This page intentionally left blank)

Report of Independent Auditor

To the Honorable Mayor and Members
The Board of County Commissioners
Miami-Dade County
Miami, Florida

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of the Miami-Dade County Aviation Department (“Aviation Department”), an enterprise fund of Miami-Dade County, Florida (the “County”), as of and for the year ended September 30, 2023, and the related notes to the financial statements, as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Aviation Department of the County as of September 30, 2023, and the 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.

Basis for Opinion

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. Our responsibilities under those standards are further described in the *Auditor’s Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the County and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of Matter

As discussed in Note 1.a., the financial statements present only the Aviation Department and do not purport to, and do not, present fairly the financial position of the County as of September 30, 2023, the changes in its financial position, or, where applicable, its 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.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor’s Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and, therefore, is not a guarantee that an audit conducted in accordance with generally accepted auditing standards and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards and *Government Auditing Standards*, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Aviation Department's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and required supplementary information, as listed in the table of contents, be presented to supplement the financial statements. Such information is the responsibility of management and, although not a part of the financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the 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 financial statements, and other knowledge we obtained during our audit of the 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

Management is responsible for the other information included in the annual report. The other information is comprised of the introductory and statistical sections but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information, and we do not express an opinion or any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and consider whether a material inconsistency exists between the other information and the financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated March 22, 2024, on our consideration of the Aviation Department's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Aviation Department's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Aviation Department's internal control over financial reporting and compliance.

Cherry Bekaert LLP

Tampa, Florida
March 22, 2024

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
MANAGEMENT'S DISCUSSION AND ANALYSIS**

SEPTEMBER 30, 2023 (UNAUDITED)

Introduction

The following discussion and analysis of the financial performance and activity of the Miami-Dade County Aviation Department (the Aviation Department) is to provide an introduction and understanding of the financial statements of the Aviation Department for the year ended September 30, 2023. This discussion has been prepared by management and should be read in conjunction with the financial statements and the notes thereto, which follow this section.

The Aviation Department operates an airport system consisting of Miami International Airport ("MIA"), four general aviation airports: Miami-Opa Locka Executive Airport, Miami Homestead General Aviation Airport, Miami Executive Airport, and the Dade-Collier Training and Transition Airport.

The Aviation Department operates as an enterprise fund of Miami-Dade County, Florida (the "County"). The Aviation Department is self-supporting, using aircraft landing fees, fees from terminal and other rentals, and revenue from concessions to fund operating expenses. The Board of County Commissioners approved a Capital Improvement Program ("CIP") on June 4, 2019, that is primarily funded by bonds, federal and state grants, Passenger Facility Charges ("PFC"), and monies set aside from the Reserve Maintenance Fund and Improvement Fund. The CIP will fund twenty sub-programs that will be built during the period of 5 to 15 years through 2035 and beyond.

Required Financial Statements

The Aviation Department's financial report includes three financial statements: the statement of net position, statement of revenue, expenses, and changes in net position, and statement of cash flows. The financial statements are prepared in accordance with U.S. generally accepted accounting principles as promulgated by the Governmental Accounting Standards Board ("GASB"). The Aviation Department is structured as a single enterprise fund with revenue recognized when earned and expenses recognized when incurred. Capital asset costs, with the exception of land and construction in progress, are capitalized and depreciated over their estimated useful lives. Certain net position balances are restricted for debt service, construction activities, and major maintenance-type activities.

The statement of net position includes all of the Aviation Department's assets, deferred outflows of resources, liabilities, and deferred inflows of resources, and provides information about the nature and amounts of investments in resources (assets) as well as obligations to creditors and investors (liabilities). These statements also provide the basis for evaluating the capital structure of the Aviation Department and assessing liquidity and financial flexibility.

The statement of revenue, expenses, and changes in net position report the operating revenue and expenses and nonoperating revenue and expenses of the Aviation Department for the fiscal year with the difference being combined with any capital contributions to arrive at the change in net position for the fiscal year. These statements capture the amount of operating revenue the Aviation Department earned for the fiscal year along with the amount of operating expenses that were incurred during the same period, thus determining whether the Aviation Department was able to cover its operating obligations with its operating income.

The statements of cash flows provide information about the Aviation Department's cash receipts and payments during the reporting period. These statements report cash receipts, cash payments, and net changes in cash resulting from operating, investing, and capital and noncapital financing activities, and provide an insight regarding sources providing cash and activities using cash.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
MANAGEMENT’S DISCUSSION AND ANALYSIS**

SEPTEMBER 30, 2023 (UNAUDITED)

Operational Highlights

During fiscal year 2023, MIA surpassed 51 million passengers for the first time in its history. Passenger volumes surged past 2022 record shattering 49.7 million travelers to a new high of 51.6 million passengers, up 3.7% over fiscal year 2022, due primarily to the return of foreign-flag airlines and the addition of new routes and carriers. Enplaned passengers totaled 25,751,310, a 3.3% increase compared to fiscal year 2022.

MIA welcomed 28.7 million domestic passengers in fiscal year 2023, down 3.5% or 1.0 million passengers year-over-year, but up 22.7% or 5.3 million passengers over fiscal year 2019. By contrast, international traffic rose to 22.9 million passengers in fiscal year 2023, up 14.3% or 2.9 million passengers versus fiscal year 2022 and 2% or 0.4 million travelers over fiscal year 2019, as foreign flag carriers resumed and/or increased services to MIA, with the lifting of global travel restrictions and testing requirements for inbound travelers.

Landed weight, which represents the total weight of commercial aircrafts that landed at MIA, increased by 0.8% in fiscal year 2023. Enplaned cargo, however, declined by 6.5% in fiscal year 2023, as compared to fiscal year 2022. Likewise, aircraft operations (departures and arrivals) fell 4,087 flights, or 0.9% in fiscal year 2023 when compared to previous year. Below is a comparison of these activities at MIA by fiscal year:

	<u>2023</u>	<u>2022</u>
Enplanements	25,751,310	24,937,982
Total passengers	51,563,044	49,733,342
Domestic passengers	28,665,209	29,694,216
International passengers	22,897,835	20,039,126
Aircraft operations	453,067	457,154
Landed weight (1,000 pounds)	42,221,451	41,894,203
Enplaned cargo (in tons)	1,099,254	1,176,178

Financial Highlights

- As of September 30, 2023, the assets and deferred outflows of resources exceeded liabilities and deferred inflows of resources by \$1.1 billion.
- Net position increased by \$192.0 million, or 20.5% as compared to fiscal year 2022. The American Rescue Plan Act (ARPA) grant receipts of \$130.2 million in fiscal year 2023 accounted for 67.8% of the increase in net position.
- Total liabilities declined by \$100.7 million to \$6.0 billion in fiscal year 2023, due primarily to scheduled revenue bond principal payments and premium amortization.
- Operating revenue and expenses, excluding depreciation and amortization, totaled \$927.7 million and \$587.4 million, respectively, up \$27.2 million and \$53.4 million, respectively, over fiscal year 2022.
- Nonoperating revenue, net of interest expense, totaled \$110.5 million, an increase of \$176.8 million over the prior fiscal year. The increase is primarily attributable to higher ARPA reimbursements and interest rates.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
MANAGEMENT'S DISCUSSION AND ANALYSIS**

SEPTEMBER 30, 2023 (UNAUDITED)

The table below shows the composition of assets, deferred outflows of resources, liabilities, deferred inflows of resources, and net position as of September 30, 2023 and 2022 (in thousands):

	2023	2022⁽¹⁾
Current Assets:		
Unrestricted assets	\$ 666,167	\$ 477,791
Restricted assets	322,804	281,409
Total Current Assets	988,971	759,200
Noncurrent Assets:		
Restricted assets	674,646	641,847
Capital assets, net	5,316,744	5,479,199
Lease receivable, net of current portion	159,212	163,527
PPP receivable	7,975	-
Total Assets	<u>\$ 7,147,548</u>	<u>\$ 7,043,773</u>
Deferred Outflows of Resources:		
Deferred outflow - pension	\$ 25,934	\$ 27,373
Deferred outflow - other postemployment benefit	6,053	6,512
Deferred loss on refunding	87,126	97,180
Total Deferred Outflows	<u>\$ 119,113</u>	<u>\$ 131,065</u>
Current Liabilities:		
Current liabilities payable from unrestricted assets	\$ 103,673	\$ 99,776
Current liabilities payable from restricted assets	302,144	258,145
Total Current Liabilities	405,817	357,921
Noncurrent liabilities	5,558,791	5,707,378
Total Liabilities	<u>\$ 5,964,608</u>	<u>\$ 6,065,299</u>
Deferred Inflows of Resources:		
Deferred inflow - pension	\$ 3,226	\$ 3,872
Deferred inflow - other postemployment benefit	3,644	3,687
Deferred inflow - leases	158,133	164,767
Deferred inflow - PPP	7,824	-
Total Deferred Inflows	<u>\$ 172,827</u>	<u>\$ 172,326</u>
Net Position:		
Net investment in capital assets	\$ (28,766)	\$ 24,800
Restricted	812,072	717,754
Unrestricted	345,920	194,659
Total Net Position	<u>\$ 1,129,226</u>	<u>\$ 937,213</u>

⁽¹⁾ Amounts for fiscal year 2022 have not been restated for the adoption of GASB No. 94 and 96.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
MANAGEMENT'S DISCUSSION AND ANALYSIS**

SEPTEMBER 30, 2023 (UNAUDITED)

Capital assets, net as of September 30, 2023 were \$5.3 billion, \$162.5 million lower than at September 30, 2022. The decrease was due primarily to current year depreciation and amortization expense exceeding capital asset additions.

As of September 30, 2023, net position was \$1.1 billion, an increase of approximately \$192.0 million as compared to fiscal year 2022. Net investment in capital assets had a deficit of \$28.8 million, a decline of \$53.6 million, versus fiscal year 2022, as depreciation and amortization expense exceeded debt repayments, resulting in total capital borrowings surpassing net capital assets in the current year. Restricted net position was \$812.1 million and unrestricted net position was \$345.9 million, up \$94.3 million and \$151.3 million, respectively.

Changes in net position can be determined by reviewing the following summary of revenue, expenses, and changes in net position for the years ended September 30, 2023 and 2022 (in thousands):

	<u>2023</u>	<u>2022⁽¹⁾</u>
Operating Revenues:		
Aviation fees	\$ 430,709	\$ 443,330
Rentals	179,876	172,591
Commercial operations	300,630	264,597
Other operating	12,569	12,753
Other – environmental remediation	3,900	7,195
Nonoperating Revenues:		
Passenger facility charges	110,336	100,363
Investment income	64,810	2,349
Lease and PPP interest income	7,116	6,412
Federal relief grant receipts	130,159	34,588
Other	3,888	1,410
Total Revenues	<u>1,243,993</u>	<u>1,045,588</u>
Operating Expenses:		
Operating expenses	442,571	395,948
Operating expenses – environmental remediation	2,990	5,375
Operating expenses – commercial operations	31,646	27,113
General and administrative expenses	110,235	105,618
Depreciation and amortization	283,358	280,175
Nonoperating Expenses:		
Interest expense	205,847	211,442
Total Expenses	<u>1,076,647</u>	<u>1,025,671</u>
Gain before capital contributions	167,346	19,917
Capital contributions	24,667	44,191
Change in net position	192,013	64,108
Net position at beginning of year	937,213	873,105
Net position at end of year	<u>\$ 1,129,226</u>	<u>\$ 937,213</u>

⁽¹⁾ Amounts for fiscal year 2022 have not been restated for the adoption of GASB No. 94 and 96.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
MANAGEMENT'S DISCUSSION AND ANALYSIS**

SEPTEMBER 30, 2023 (UNAUDITED)

Total revenue for fiscal year 2023 was \$1.2 billion, an increase of \$198.4 million or 19.0%, as compared to fiscal year 2022. Operating revenue in fiscal year 2023 was \$927.7 million, an increase of \$27.2 million, or 3.0%, as compared to fiscal year 2022. Increased leisure air travel, additional carriers and routes, and the return of foreign-flag airlines with the lifting of global travel restrictions and testing requirements for inbound travelers during fiscal year 2023, resulted in the substantial increase in revenue across most income streams over the prior fiscal year.

A summary of operating revenues for the years ended September 30, 2023 and 2022 is as follows (in thousands):

	<u>2023</u>	<u>2022</u>	<u>Increase (Decrease)</u>	<u>Percentage Change</u>
Aviation Fees:				
Landing fees	\$ 68,996	\$ 68,881	\$ 115	0.2 %
Concourse, international facility, and loading bridge fees	269,611	259,279	10,332	4.0 %
Aircraft parking fees	17,925	16,823	1,102	6.6 %
Baggage and screening fees	72,463	95,295	(22,832)	(24.0)%
Other aviation fees	1,714	3,052	(1,338)	(43.8)%
Total Aviation Fees	<u>430,709</u>	<u>443,330</u>	<u>(12,621)</u>	<u>(2.8)%</u>
Rent	179,876	172,591	7,285	4.2 %
Concessions, including car rental	205,808	180,029	25,779	14.3 %
Parking and ground transportation	62,055	49,496	12,559	25.4 %
Hotel	15,722	14,137	1,585	11.2 %
Fuel service and products	17,045	20,935	(3,890)	(18.6)%
Other operating revenue	16,469	19,948	(3,479)	(19.2)%
Total Operating Revenue	<u>\$ 927,684</u>	<u>\$ 900,466</u>	<u>\$ 27,218</u>	<u>3.0 %</u>

Total aviation fees, which accounted for 46.4% of total operating revenue, fell \$12.6 million or 2.8%, as compared to fiscal year 2022, driven primarily by lower per passenger baggage claim and security screening fees, down \$13.1 million or 26.8% and \$9.7 million or 21.0%, respectively, versus 2022, due to lower rates in the current fiscal year. The decline is partially offset by higher international facility fees, up \$10.6 million or 7.1%, due to the return of foreign-flag airlines. By contrast, parking and ground transportation revenue went up 25.4% due to increased rates and enplanements. Concession and rental revenue also increased, up 14.3% and 4.2% respectively, due to the higher rental rates, reopening of more retail stores that temporarily suspended operations during the pandemic, and increased passenger volumes.

Non-operating revenue increased by \$171.3 million or 118%, as compared to fiscal year 2022. Contributing to the significant increase were ARPA reimbursements, up \$100.2 million, and investment and PFC interest income, up \$62.5 million and \$7.3 million, respectively, due to higher interest rates.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
MANAGEMENT'S DISCUSSION AND ANALYSIS**

SEPTEMBER 30, 2023 (UNAUDITED)

Total expenses, including depreciation and amortization, for fiscal year 2023 were \$1.1 billion, an increase of \$51.0 million or 5.0%, as compared to fiscal year 2022. Operating expenses in fiscal year 2023, excluding depreciation and amortization, were \$587.4 million, an increase of \$53.4 million, or 10.0%, as compared to fiscal year 2022. The increase in operating expenses is primarily attributed to higher maintenance and repairs cost for elevators, automated people mover and system, and buildings, up \$7.2 million, \$8.1 million, and \$6.6 million, respectively, due to aging equipment and facilities and higher contract cost, utilities, up \$9.7 million, and salaries and fringe benefits, up \$20.7 million, over fiscal year 2022. The increase in salaries and benefits was largely due to higher pension expense, up \$14.6 million, as compared to fiscal year 2022.

A summary of operating expenses for the years ended September 30, 2023 and 2022 is as follows (in thousands):

	2023	2022	Increase (Decrease)	Percentage Change
Salaries and benefits	\$ 200,730	\$ 179,989	\$ 20,741	11.5 %
Outside contractual services	104,779	102,385	2,394	2.3 %
Services provided by other				
County departments	96,319	105,389	(9,070)	(8.6)%
Maintenance and repairs	85,540	59,860	25,680	42.9 %
Utilities	69,051	59,335	9,716	16.4 %
Materials and supplies	12,526	11,260	1,266	11.2 %
Insurance	10,624	8,967	1,657	18.5 %
Other	7,873	6,869	1,004	14.6 %
Total Operating Expenses Before Depreciation and Amortization	587,442	534,054	53,388	10.0 %
Depreciation and amortization	283,358	280,175	3,183	1.1 %
Total Operating Expenses	<u>\$ 870,800</u>	<u>\$ 814,229</u>	<u>\$ 56,571</u>	6.9 %

In accordance with the amended and restated Trust Agreement (the "Trust Agreement"), the Aviation Department is required to meet its rate covenant, which means the Aviation Department is required to maintain, charge, and collect rates and charges for the use of, and for the services and facilities provided to, all users of these facilities. In addition, these rates and charges are to provide revenue sufficient to pay current expenses: to make the required Reserve Maintenance Fund annual deposits as recommended by the Consulting Engineers and to make deposits to the Sinking Fund, which comprises the Bond Service Account, the Reserve Account, and the Redemption Account, of not less than 120% of the Principal and Interest Requirements of the Outstanding bonds, as defined in the Trust Agreement (all capitalized terms referenced in the last few sentences are defined terms in the Trust Agreement). The Aviation Department uses an airport system residual cost recovery methodology to set its landing fee rate. The manner in which the residual landing fee is calculated enables the Aviation Department to establish rates to meet its rate covenant.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
MANAGEMENT’S DISCUSSION AND ANALYSIS**

SEPTEMBER 30, 2023 (UNAUDITED)

Capital Assets and Debt Administration

Capital Assets

As of September 30, 2023 and 2022, the Aviation Department had \$5.3 billion and \$5.5 billion, respectively, invested in capital assets, net of accumulated depreciation and amortization. Assets totaling \$132.4 million were capitalized in fiscal year 2023, including \$82.9 million for taxiways and runways rehabilitation and \$21.8 million for new passenger boarding bridges.

The following table summarizes the composition of capital assets, net of accumulated depreciation and amortization, as of September 30, 2023 and 2022 (in thousands):

	<u>2023</u>	<u>2022</u>
Land	\$ 146,906	\$ 146,906
Buildings, improvements, and systems	4,018,263	4,191,211
Infrastructure	549,100	499,601
Furniture, machinery, and equipment	483,615	510,181
Right-to-use lease assets		
Buildings	6,167	6,761
Subscription assets	1,904	-
	<u>5,205,955</u>	<u>5,354,660</u>
Construction in progress	110,789	124,539
Total Capital Assets, Net	<u>\$ 5,316,744</u>	<u>\$ 5,479,199</u>

The Aviation Department adopted GASB Statement No. 96, Subscription-Based Information Technology Arrangements, and for the fiscal year ended September 30, 2023, recognized subscription assets of \$1.9 million, net of accumulated amortization of \$0.5 million.

The Aviation Department has grown its capital program to a long-term and bigger Capital Improvement Program (“CIP”), with an approved fiscal year 2023 budget of \$6.4 billion. The CIP consists of 169 capital projects grouped into 20 subprograms, and cumulative expenditures through September 30, 2023, totaled \$964.4 million.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
MANAGEMENT’S DISCUSSION AND ANALYSIS**

SEPTEMBER 30, 2023 (UNAUDITED)

The table below summarizes by subprogram, fiscal year 2023 approved budget and cumulative expenditures through September 30, 2023 (in thousands):

<u>Subprogram</u>	<u>Approved Budget</u>	<u>Cummulative Expenditures</u>
MIA North Terminal	\$ 858,411	\$ 5,364
MIA Central Terminal	1,828,770	10,649
MIA South Terminal Expansion	469,352	3,109
MIA Miscellaneous Projects	374,379	132,602
New Program Contingency	514,608	-
MIA Cargo and Non Terminal Buildings	192,393	1,177
MIA South Terminal	339,640	307,296
MIA Concourse E	384,902	218,434
MIA Reserve Maintenance	235,812	79,684
MIA Terminal Wide Projects	221,205	4,767
MIA Landside and Roadways	95,230	-
MIA Airfield/Airside	79,369	-
General Aviation Airports	121,064	22,481
MIA Terminal Wide Restrooms	100,567	8,731
MIA Land Acquisition	170,000	32,597
MIA Terminal Wide Roof	119,772	2,966
MIA Central Base Apron and Utilities	108,482	66,322
MIA Passenger Boarding Bridges	70,046	43,994
MIA Fuel Facilities	39,427	684
MIA Support Projects	49,422	23,539
	<u>\$ 6,372,851</u>	<u>\$ 964,396</u>

Subprograms of the CIP include upgrades to the terminal facilities to meet growing passenger demand and enhance the overall traveler experience, accommodate larger aircrafts, optimize aircraft parking, improve aesthetics, and meet current life safety and security requirements, as well as maintenance needs. Some notable projects completed in fiscal year 2023 were the modernization of the South Terminal public restrooms, the automated people mover platform connecting lower Concourse E and Satellite E, and renovation of the Taxi and Transportation Network Company parking lot and facilities. Strategic capital investments in fiscal year 2024 are set to elevate the airport’s infrastructure, and some noteworthy initiatives include replacement of all airline ticket counters between Concourses F and H, integration of cutting-edge biometric boarding technology at all 60 gates in Concourse D, modernization of elevators, escalators, and moving walkways, and the continued revamping of public restrooms and passenger boarding bridges throughout all the terminals.

As of September 30, 2023, 82 projects totaling \$4.7 billion are in the planning and design phase, 19 projects totaling \$196.4 million in bid and award, 29 projects totaling \$570.4 million are under construction and 33 projects totaling \$694.8 million are completed and pending close-out.

Additional information on the Aviation Department’s capital assets can be found in Note 5 to the financial statements of this report.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
MANAGEMENT'S DISCUSSION AND ANALYSIS**

SEPTEMBER 30, 2023 (UNAUDITED)

Debt Administration

As of September 30, 2023 and 2022, the Aviation Department had a total of \$5.4 billion and \$5.6 billion, respectively, in long-term debt outstanding. The long-term debt consists of Aviation Revenue Bonds issued under the Trust Agreement, Double-Barreled Aviation Bonds issued by the County, and Commercial Paper Notes. Maturity dates range from 2024 to 2050, and the interest rates range from 1.229% to 5.500%.

Both principal and interest for the Aviation Revenue Bonds are payable solely from net revenue generated from the airport facilities constructed under the provisions of the Trust Agreement. These Aviation Revenue Bonds do not constitute debt of the County or a pledge of the full faith and credit of the County. In addition to net revenue, the Aviation Department used \$60.0 million of PFC revenue to pay principal and interest due in fiscal year 2023.

Some issues of General Aviation Revenue Bonds are insured by various original monoline insurance companies whose credit ratings reflect the financial capacity of these companies. The purchase of insurance at the time the debt was issued, elevated bond ratings by Standard & Poor's, Moody's Investor Service, and Fitch Ratings to AAA, Aaa, and AAA, respectively, and lowered the interest rate on the related debt. The Trust Agreement requires that insurers have certain minimum ratings in order to insure County bonds. The policies provide that insurers will make debt service payments in the unlikely event the County is unable to do so. Since the insured bonds were issued, the ratings of the various monoline insurers have been lowered or withdrawn by the rating agencies. The rating downgrades do not necessarily affect the insurance companies' ability to pay claims, and the various insurance policies remain in effect. However, the Reserve Account was affected by the rating downgrades of the Surety policies that were purchased in lieu of cash funding the Debt Service Reserve Requirement. The Aviation Department funded the reserve requirement shortfall by funding the difference over a specified time period. As a result, the Aviation Department has a fully funded cash reserve along with potentially viable but unusable Surety policies unless the ratings of the Reserve Surety Providers are upgraded to "AA/Aa" or higher. The County's cash flow and its ability to pay its debt service obligation have not been affected.

As of September 30, 2023, the public underlying ratings for the Aviation Department's outstanding General Aviation Revenue Bonds were A with a positive outlook, AA- with a stable outlook, and A+ with a stable outlook per Standard & Poor's, Kroll Bond Rating Agency, and Fitch Ratings, respectively.

Additional information on the Aviation Department's debt administration can be found in Note 6 of this report.

Economic Factors and Outlook

For the second consecutive year, MIA passenger traffic, which fell to an all-time low, during fiscal year 2020, rebounded past 2019 levels to record highs in fiscal year 2022 and 2023, as did the economy of the metropolitan area of Miami-Dade County, which principally serves MIA. Because the residents in Miami-Dade County serve as a portion of the MIA passenger traffic, the health of the local economy affects the Airport's revenue. One of the local economic factors that affects MIA is the (not seasonally adjusted) unemployment rate, which decreased from 2.6% in September 2022 to 1.5% in September 2023.

Total non-farm employment for the Miami-Fort Lauderdale-West Palm Beach, Florida metropolitan area outperformed the national average, increasing by 2.5% compared to 2.1% nationwide. The trade, transportation, and utilities sector recorded the highest growth rate, adding over 20,000 employees in 2023, a 3.2% increase year-over-year compared to 0.5% nationally. Home prices also trended upwards, increasing by 5% from September 2022 to September 2023 according to the Standard & Poor/Case-Shiller Home Price Index, which is a significant decrease from the 24.6% growth rate experienced in fiscal year 2022.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
MANAGEMENT’S DISCUSSION AND ANALYSIS**

SEPTEMBER 30, 2023 (UNAUDITED)

Passenger traffic at MIA soared to unprecedented heights in fiscal year 2023, surging past 2022 record-shattering 49.7 million travelers to a new high for the most annual passengers in MIA’s history, as noted in the table below.

Fiscal Year	Total Passengers	Percentage Change
2014	40,844,964	1.8 %
2015	43,347,129	6.1 %
2016	44,901,753	3.6 %
2017	43,758,409	(2.5)%
2018	44,938,486	2.7 %
2019	45,811,583	1.9 %
2020	25,382,384	(44.6)%
2021	30,219,088	19.1 %
2022	49,733,342	64.6 %
2023	51,563,044	3.7 %

Through June 2023, MIA was the fastest growing U.S. airport according to the Airport Council International-North America. Contributing to MIA’s phenomenal growth rate and post COVID recovery were hub carrier American Airlines and its subsidiary Envoy, new low-cost U.S. carriers, Southwest Airlines, JetBlue Airways, and Spirit Airlines, new international carriers, and the addition of over 15 international routes. Low-cost carriers, including Frontier Airlines, carried 6.0 million passengers in fiscal year 2023, which was 11.6% of total MIA’s traffic and an increase of 5.6 million passengers over 2019.

Since Concourse D was completed in 2010, American Airlines has been able to grow its hub operation at MIA. American Airlines, along with its regional airline, Envoy, has significantly increased service to MIA, which is represented by its 26.1% enplaned passenger growth rate from fiscal years 2010 to 2023. American Airlines and its affiliates continue to represent the majority of the MIA passengers at 60.3% of the passenger numbers for fiscal year 2023, and an increase of 0.3 million passengers over 2019. LATAM and Delta also recorded significant growth in fiscal year 2023, up 48.1% and 16.1% over fiscal year 2022, primarily due to the Joint Venture between both airlines in November 2022. The JV’s mission is to significantly enhance travel connectivity between North and South America.

The financial strength and stability of the airlines serving MIA may affect future airline passenger traffic. While passenger demand at the Airport is expected to increase in the future, there can be no assurance given as to the levels of aviation activity that will be achieved at the Airport in the future. Any financial or operational difficulties incurred by American Airlines or any other major air carriers at the Airport could have a material, adverse effect on the Airport as well as any natural disasters such as hurricanes or pandemics, although the Aviation Department would take measures to mitigate these potential effects as it has done for the recent pandemic.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
 AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
 MANAGEMENT’S DISCUSSION AND ANALYSIS**

SEPTEMBER 30, 2023 (UNAUDITED)

Air cargo tonnage at MIA decreased by 1.3% for fiscal year 2023, as compared to fiscal year 2022, as the air cargo industry stabilized after the significant growth experienced in the past two fiscal years. The air cargo industry cratered in the early days of the pandemic but returned to pre-pandemic levels due to a number of reasons, including congestion in the ocean freight market and the increase in e-commerce.

In terms of air cargo tonnage at MIA, the numbers are noted in the following table.

Fiscal Year	Total Cargo (Tons)	Percentage Change
2014	2,187,474	2.5 %
2015	2,206,306	0.9 %
2016	2,219,606	0.6 %
2017	2,247,913	1.3 %
2018	2,368,617	5.4 %
2019	2,346,241	(0.9)%
2020	2,301,051	(1.9)%
2021	2,645,956	15.0 %
2022	2,807,140	6.1 %
2023	2,770,981	(1.3)%

As shown in the table above, air cargo tonnage at MIA tends to fluctuate on an annual basis. However, the carriage of cargo in the belly of the aircraft is a key source of operating revenue for many passenger airlines serving MIA, particularly the foreign-flag airlines, and an important contributor to the viability of their passenger flights. In addition, MIA benefits from its geographic location because MIA acts as a transshipment location with a major portion of the goods being shipped beyond MIA. During 2023, the Airport handled 83% of all air imports and 80% of all air exports between the United States and the Latin American/Caribbean region.

Airline Rates and Charges – In previous years, airline rates and charges at MIA had significantly increased primarily due to the large amount of new money Aviation Revenue Bonds that was issued between 1994 and 2010. The additional debt translated into higher annual debt service costs and resulted in MIA becoming one of the more expensive U.S. airports from an airline rates and charges perspective. Under the Aviation Department’s airline rate methodology, these debt service costs are passed along to the MIA air carriers, mostly through aviation fees and terminal rental rates. The increase in the airline costs due to the higher annual debt service has been mitigated in prior years for the reasons noted below:

- 1) The higher than anticipated surplus revenue (i.e., realizing higher than budgeted revenue and spending less than budgeted expenses), which is used to offset the residual landing fee related costs in the subsequent fiscal year. In fact, the landing fee rate has stayed below fiscal year 2014 landing fee rate for the last eight years, \$1.75 in fiscal year 2014 with the subsequent fiscal years being no higher than \$1.68 and the last four fiscal years (2019-2023) being \$1.62.
- 2) The refunding of the Aviation Revenue Bonds and the Double-Barreled General Obligation Bonds that were issued between 1994 and 2012. These refunding transactions have resulted in a net present value savings of \$787.1 million based on a par amount of \$6.1 billion for the refunded bonds; an overall net present value savings of 12.8%.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
MANAGEMENT'S DISCUSSION AND ANALYSIS**

SEPTEMBER 30, 2023 (UNAUDITED)

- 3) The Aviation Department has controlled its budgeted (and thereby the actual) operating expenses as shown by a moderate increase in operating expenses (excluding depreciation and amortization) over the last few years. The higher than anticipated nonairline revenue in various years has also offset the airline costs under the residual rate methodology. Although, the Aviation Department increased its fiscal year 2023 operating budget by 11.2%, other measures were taken to keep most of the major fiscal year 2023 rates and charges at the same amount, if not less, than fiscal year 2022 rates and charges.

- 4) Assistance from the federal government in the form of grants that reimbursed operating costs and debt service costs through the Coronavirus Aid, Relief, and Economic Security Act (CARES Act), the Coronavirus Response and Relief Supplemental Appropriation Act (CRRSA Act), and the American Rescue Plan Act (ARP Act), which were created as federally funded pandemic relief programs. In fiscal years 2023, 2022, 2021, and 2020, the Aviation Department received \$134.7 million, \$30 million, \$58.1 million, and \$184.1 million, respectively, for a total of \$406.9 million in grant reimbursements from these programs.

Request for Information

This financial report is designed to provide customers, creditors, and other interested parties with a general overview of the Aviation Department's finances. Questions concerning any of the information provided in the report or requests for additional financial information should be addressed in writing to the Chief Financial Officer, Miami-Dade County Aviation Department, 4200 N.W. 36th Street, Suite 300, Miami, Florida 33122.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
STATEMENT OF NET POSITION**

SEPTEMBER 30, 2023 (IN THOUSANDS)

ASSETS

Current Assets:

Cash and cash equivalents	\$ 457,381
Investments, including interest receivable	156,574
Accounts receivable, net of allowance for doubtful accounts of \$3,643	36,352
Lease receivable	4,315
Inventories, prepaid expenses, and other current assets	10,943
Due from County Agencies	602
Total Current Unrestricted Assets	<u>666,167</u>

Restricted Assets:

Current Restricted Assets:

Cash and cash equivalents	46,723
Investments, including interest receivable	255,421
Government grants receivable	4,774
Passenger facility charges receivable	15,886
Total Current Restricted Assets	<u>322,804</u>
Total Current Assets	<u>988,971</u>

Noncurrent Assets:

Restricted Assets:

Cash and cash equivalents	674,646
Total Noncurrent Restricted Assets	<u>674,646</u>
Lease receivable, net of current portion	159,212
PPP receivable	7,975
Capital assets, net	5,316,744
Total Noncurrent Assets	<u>6,158,577</u>
Total Assets	<u>\$ 7,147,548</u>

Deferred Outflows of Resources:

Deferred outflows pension	\$ 25,934
Deferred outflows other postemployment benefit	6,053
Deferred loss on refundings	87,126
Total Deferred Outflows of Resources	<u>\$ 119,113</u>

The accompanying notes to the financial statements are an integral part of these statements.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
STATEMENT OF NET POSITION (CONTINUED)**

SEPTEMBER 30, 2023 (IN THOUSANDS)

LIABILITIES AND NET POSITION

Current Liabilities Payable from Unrestricted Assets:

Accounts payable and accrued expenses	\$ 43,139
Security deposits	25,826
Environmental remediation liability	8,600
Compensated absences	11,179
Other postemployment benefit liability	697
Rent advances	3,294
Lease and subscription liabilities	898
Other current liabilities	5,016
Due to County Agencies	5,024
Total Current Liabilities Payable from Unrestricted Assets	103,673

Current Liabilities Payable from Restricted Assets:

Accounts and contracts payable and other liabilities	29,474
Bonds Payable within One Year:	
Bonds payable	165,440
Interest payable	107,230
Total Current Liabilities Payable from Restricted Assets	302,144
Total Current Liabilities Payable	405,817

Noncurrent Liabilities:

Bonds and loans payable after one year	5,212,500
Commercial paper notes	40,000
Environmental remediation liability, net of current portion	33,580
Compensated absences, net of current portion	25,176
Rent advances	37,722
Lease and subscription liabilities, net of current portion	7,593
Other noncurrent liabilities, net of current portion	49,863
Other postemployment benefit liability	27,783
Net pension liability	124,574
Total Noncurrent Liabilities	5,558,791
Total Liabilities	\$ 5,964,608

Deferred Inflows of Resources:

Deferred inflows pension	\$ 3,226
Deferred inflows other postemployment benefit	3,644
Deferred inflows leases	158,133
Deferred inflows PPP	7,824
Total Deferred Inflows of Resources	\$ 172,827

Net Position:

Net investment in capital assets	\$ (28,766)
Restricted:	
Restricted for debt service	374,618
Restricted for reserve maintenance	145,809
Restricted for construction	291,645
Unrestricted	345,920
Total Net Position	\$ 1,129,226

The accompanying notes to the financial statements are an integral part of these statements.

MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
STATEMENT OF REVENUE, EXPENSES, AND CHANGES IN NET POSITION

YEAR ENDED SEPTEMBER 30, 2023 (IN THOUSANDS)

Operating Revenue:	
Aviation fees	\$ 430,709
Rentals	179,876
Commercial Operations:	
Management agreements	94,822
Concessions	205,808
Other	12,569
Other – environmental remediation	3,900
Total Operating Revenue	<u>927,684</u>
Operating Expenses:	
Operating expenses	442,571
Operating expenses – environmental remediation	2,990
Operating expenses under management agreements	23,858
Operating expenses under operating agreements	7,788
General and administrative expenses	110,235
Total Operating Expenses Before Depreciation and Amortization	<u>587,442</u>
Operating income before depreciation and amortization	340,242
Depreciation and amortization	<u>283,358</u>
Operating Income	<u>56,884</u>
Nonoperating Revenues (Expenses):	
Passenger facility charges	110,336
Interest expense	(205,847)
Investment income	64,810
Lease and PPP interest income	7,116
Federal relief grant receipts	130,159
Other revenue	3,888
Total Nonoperating Revenues	<u>110,462</u>
Income before capital contributions	167,346
Capital contributions	<u>24,667</u>
Change in net position	192,013
Net position, beginning of year	<u>937,213</u>
Net position, end of year	<u>\$ 1,129,226</u>

The accompanying notes to the financial statements are an integral part of these statements.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
STATEMENT OF CASH FLOWS**

YEAR ENDED SEPTEMBER 30, 2023 (IN THOUSANDS)

Cash flows from operating activities:	
Cash received from customers and tenants	\$ 948,374
Cash paid to suppliers for goods and services	(395,258)
Cash paid to employees for services	<u>(164,714)</u>
Net cash flows from operating activities	<u>388,402</u>
Cash flows from capital and related financing activities:	
Proceeds from commercial paper	250,000
Principal paid on bonds and commercial paper	(365,575)
Interest paid on bonds, loans, and commercial paper	(222,443)
Purchase and construction of capital assets	(113,198)
Capital contributed by federal and state governments	28,461
Passenger facility charges	109,146
Lease and PPP interest received	7,109
Principal paid on lease and subscription liabilities	(886)
Interest paid on lease and subscription liabilities	(360)
Principal paid on financed purchase	<u>(4,690)</u>
Net cash flows from capital and related financing activities	<u>(312,436)</u>
Cash flows from noncapital financing activities:	
Reimbursements received from ARPA grants	130,159
Reimbursements received from government grants	<u>4,263</u>
Net cash flows from noncapital financing activities	<u>134,422</u>
Cash flows from investing activities:	
Purchase of investments	(1,665,441)
Proceeds from sales and maturities of investments	1,661,881
Interest and dividends on investments	<u>34,998</u>
Net cash flows from investing activities	<u>31,438</u>
Net change in cash and cash equivalents	241,826
Cash and cash equivalents, beginning of year	<u>936,924</u>
Cash and cash equivalents, end of year	<u>\$ 1,178,750</u>
Cash and cash equivalents reconciliation:	
Unrestricted assets	\$ 457,381
Restricted assets	<u>721,369</u>
Cash and cash equivalents	<u>\$ 1,178,750</u>

The accompanying notes to the financial statements are an integral part of these statements.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
STATEMENT OF CASH FLOWS (CONTINUED)**

YEAR ENDED SEPTEMBER 30, 2023 (IN THOUSANDS)

Reconciliation of operating income to net cash from operating activities:

Operating income	\$ 56,884
Adjustments to reconcile operating income to net cash from operating activities:	
Depreciation and amortization	283,358
Provision for uncollectible accounts	822
Loss (gain) on sale of property	109
Changes in operating assets and liabilities:	
Accounts receivable	7,390
Lease receivable	3,671
PPP receivable	(7,975)
Inventories, prepaid expenses, and other assets	2,035
Due from County agencies	428
Deferred outflows related to pensions	1,439
Deferred outflows related to other postemployment benefits	459
Accounts and contracts payable and accrued expenses	11,161
Security deposits	2,188
Due to County agencies	(4,831)
Rent advances	16,767
Liability for compensated absences	(3,262)
Liability for other postemployment benefits	2,327
Net pension liability	18,831
Environmental remediation liability	(3,900)
Deferred inflows related to pensions	(646)
Deferred inflows related to other postemployment benefits	(43)
Deferred inflows related to leases	(6,634)
Deferred inflows related to PPP leases	7,824
Total adjustments	<u>331,518</u>
Net cash flows from operating activities	<u>\$ 388,402</u>

Noncash investing, capital, and financing activities:

Increase in fair value of investments	<u>\$ 15,814</u>
Increase in construction in progress accrual	<u>\$ 5,405</u>
Subscription assets	<u>\$ 2,409</u>
Decrease in premium from bonds	<u>\$ (24,395)</u>

The accompanying notes to the financial statements are an integral part of these statements.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 1—General

a. *Description* – Miami-Dade County, Florida (the “County”) is a chartered political subdivision of the state of Florida and is granted home rule county powers by the Constitution of the state of Florida and Florida Statutes. The Board of County Commissioners (the “Board” or the “BCC”) is the legislative and governing body of the County. The Miami-Dade County Aviation Department (the “Aviation Department”), established on February 6, 1973, is included as an enterprise fund in the County’s annual comprehensive financial report as part of the County’s reporting entity.

These financial statements present only the Aviation Department and do not purport to, and do not, present fairly the financial position of the County as of September 30, 2023, and the changes in its financial position and its cash flows for the year then ended, in conformity with U.S. generally accepted accounting principles (“U.S. GAAP”).

Pursuant to the general laws of Florida, the County owns Miami International Airport (“MIA”), three general aviation airports, and two training airports, one of which has been closed (collectively, the “Airports”), all of which are operated by the Aviation Department.

b. *Basis of Presentation* – The Aviation Department operates as an enterprise fund of the County. An enterprise fund is used to account for the financing of services to the general public, since substantially all of the costs involved are paid in the form of charges by users of such services. Accordingly, the Aviation Department’s financial statements have been prepared using the economic resources measurement focus and accrual basis of accounting. Revenue is recorded when earned and expenses are recorded at the time liabilities are incurred, regardless of when the related cash flows take place.

c. *Authority to Fix Rates* – Under the provisions of the Trust Agreement, amended and restated dated December 15, 2002 by the County, The Bank of New York, successor in interest to JP Morgan Chase Bank, New York, New York, as trustee (the Trustee), and U.S. Bank National Association (successor in interest to Wachovia Bank, National Association, Miami, Florida) as co-trustee (the “Co-Trustee”) (the “Trust Agreement”), which amended and restated the Trust Agreement dated as of October 1, 1954 with the Chase Manhattan Bank (predecessor-in-interest to the Trustee) and First Union National Bank of Miami (predecessor-in-interest to the Co-Trustee), as amended and supplemented (the Original Trust Agreement), the Aviation Department is required to maintain, charge, and collect rates and charges for the use and services provided, which will provide revenue sufficient to:

- Pay current expenses, as defined in the Trust Agreement.
- Make the Reserve Maintenance Fund (the Reserve Maintenance Account) deposits recommended by the Consulting Engineers.
- Make deposits to the Interest and Sinking Fund (the Sinking Fund Account) comprising the Bond Service Account, the Reserve Account, and the Redemption Account of not less than 120% of the principal and interest requirements of the Trust Agreement Aviation Revenue Bonds, as defined in the Trust Agreement.

Any remaining balance in the Revenue Fund, after meeting the requirements noted above, is deposited to the Improvement Fund (the Improvement Account), as defined in the Trust Agreement.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 1—General (continued)

d. *Agreements with Airlines* – The Airline Use Agreement (“AUA”), which became effective in August 2018, establishes an airport system residual landing fee such that all costs not recovered through other revenue will be recovered from the landing fee revenue. Pursuant to the requirements of the AUA, remaining money residing in the Improvement Fund at the end of the fiscal year in excess of \$7.6 million, adjusted annually by the Consumer Price Index (“CPI”), is to be transferred to the Revenue Fund in the subsequent fiscal year, thus reducing the amounts otherwise to be paid by the MIA air carriers in that fiscal year. The \$7.6 million annual contribution is deposited into a separate account that has a cumulative cap of \$22.8 million also subject to a CPI adjustment and can be used for any discretionary airport related purpose. As of September 30, 2023, the excess deposit, which was transferred to the Revenue Fund annually by March, was approximately \$79.8 million.

e. *Relationship with County Departments* – The Aviation Department reimburses the County’s General Fund for its portion of the direct administrative service cost, such as audit and management services, the Board, Clerk of the Courts, computer services and information systems, fire, police, personnel, and others. In 1996, an internal study was conducted by the County to determine the appropriate method as a basis to establish the indirect administrative services cost reimbursement for the year ended September 30, 1996, and subsequent years. This study was updated in 2003. The General Fund Cost Allocation Study is performed by a consultant to establish the appropriate allocation to the General Fund. The study accords all administrative costs consistent treatment through the application of U.S. GAAP appropriate to the circumstances and conforms to the accounting principles and standards prescribed by the Office of Management and Budget (OMB) Circular A-87, and Cost Principles for State, Local, and Indian Tribal Governments (2 CFR Part 225). The latest cost allocation study currently in use was completed in fiscal year 2017, using administrative costs for fiscal year 2015. For the year ended September 30, 2023, the Aviation Department recorded an expense in the amount of approximately \$3.3 million for the indirect administrative services cost reimbursement in accordance with the formula developed as a result of the study.

In addition, the Aviation Department pays other County departments directly for most services provided such as fire, police, legal, and general services administration. The total cost to the Aviation Department for these services was approximately \$93.0 million for the year ended September 30, 2023.

As of September 30, 2023, the Aviation Department owes the County approximately \$5.0 million for various services. For this same period, the Aviation Department has receivables due from the County in the amount of approximately \$0.6 million.

Note 2—Summary of significant accounting policies

a. *Basis of Accounting* – The financial statements are presented on the accrual basis of accounting. Under this method, revenue is recorded when earned and expenses are recorded when incurred.

b. *Cash and Cash Equivalents* – Cash includes cash on hand, amounts in demand deposits, and positions in investment pools that can be deposited or withdrawn without notice or penalty. Cash equivalents are short-term, highly liquid securities with known market values and maturities, when acquired, of less than three months.

c. *Investments* – Investments consist primarily of U.S. government securities and are carried at fair value based on quoted market prices.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 2—Summary of significant accounting policies (continued)

d. Leases – The lease receivable and liability are measured at the present value of the fixed lease payments expected to be received or made during the lease term, using the Aviation Department’s weighted average incremental borrowing rate. The deferred inflow of resources and intangible right-to-use assets are equal to the lease receivable and liability, respectively, adjusted for payments received or made at or before the lease commencement date. Subsequently, the lease receivable is reduced by the principal portion of lease payments received, and the deferred inflow of resources is recognized as revenue over the life of the lease term. The lease liability is reduced by the principal portion of the lease payments made and the right-to-use asset is amortized on a straight-line basis over the lease term. Lease liabilities are included in lease and subscription liabilities and the right-to-use assets are reported with capital assets on the accompanying statement of net position.

The Aviation Department remeasures the lease receivable, right-to-use assets and deferred inflow of resources, if certain changes occur that are expected to significantly affect the amount of the lease receivable or lease liability.

e. Subscription Based Information Technology Agreements – The Aviation Department recognized a subscription liability and an intangible right-to-use subscription asset at the commencement of the term. The subscription liability is measured at the present value of future payments and the intangible right-to-use asset is equal to the liability, adjusted for payments made at the start of the subscription term. The liability is reduced by the principal portion of payments made and the asset is amortized on a straight-line basis over the lease term. Subscription liabilities are included in lease and subscription liabilities and the intangible assets are reported with capital assets on the accompanying statement of net position.

f. Inventories – Inventories, consisting of building materials/supplies and spare parts, are valued at cost using the first-in, first-out method.

g. Capital Assets, Depreciation and Amortization – Property acquired with an initial individual cost of \$1,000 or more and an estimated useful life in excess of one year is capitalized at cost. Capital assets are recorded at cost, except for contributions by third parties, which are recorded at acquisition value at the date of contribution. Expenditures for maintenance, repairs, minor renewals, and betterments are expensed as incurred. When property is disposed of, the cost and related, accumulated depreciation is eliminated from the accounts, and any gain or loss is reflected in the statement of revenue, expenses, and changes in net position.

The Aviation Department depreciates assets using the straight-line method of depreciation over the assets’ estimated useful lives as follows:

Buildings, improvements, and systems	40 years
Infrastructure	20-30 years
Furniture, machinery, and equipment	5-16 years

Management evaluates whether there has been a significant, unexpected decline in the utility of a capital asset that could indicate an impairment in the capital asset. If there is an indication an asset may be impaired, the Aviation Department determines whether an impairment should be recognized. The Aviation Department concluded that no impairment exists as of September 30, 2023.

Right-to-use lease assets with an initial value of \$200,000 or more, are recorded at the present value of future minimum lease payments, plus any payments made at or before the commencement date, and are amortized on a straight-line basis over the life of the related lease term as follows: buildings, 12 years; and subscription assets, 4 to 5 years.

h. Interest on Indebtedness – Interest is charged to expense as incurred. Total interest costs incurred during the year ended September 30, 2023 amounted to approximately \$205.8 million.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 2—Summary of significant accounting policies (continued)

i. Restricted Assets – Assets required to be reserved for airport maintenance and debt service pursuant to the Trust Agreement are classified as restricted assets and are not available for payment of current expenses. In accordance with the terms of the Trust Agreement, assets of the Reserve Maintenance Account are restricted for unusual or extraordinary maintenance or repairs, renewals, and replacements, the cost of replacing equipment, and premiums on insurance required to be carried under the provisions of the Trust Agreement and are not available for the payment of current expenses.

Unexpended Passenger Facility Charges (“PFC”) revenue and accumulated interest earnings are restricted to be used on Federal Aviation Administration (“FAA”) approved capital projects and are classified as restricted assets.

When both restricted and unrestricted resources are available for use, it is the Aviation Department’s policy to use restricted resources first, then unrestricted resources as needed.

j. Compensated Absences – The Aviation Department accounts for compensated absences by accruing a liability for employees’ compensation of future absences. The Aviation Department’s policy permits employees to accumulate unused vacation and sick pay benefits that will be paid to them upon separation from service. The Aviation Department recognizes a liability and expense in the period vacation and sick pay benefits are earned. As of September 30, 2023, liabilities related to compensated absences were approximately \$36.4 million, of which an estimated \$11.2 million is payable within a year.

k. Rent Advances – Rent payments that apply to future periods are recorded as rent advances, when received. See Note 6 to the financial statements for additional information.

l. Environmental Remediation – Both environmental remediation expenses that relate to current operations and environmental remediation expenses that relate to an existing condition caused by past operations, and which do not contribute to current or future revenue generation, are expensed. Assets acquired for environmental remediation are capitalized as appropriate.

m. Deferred Outflows/Inflows of Resources – The statement of net position reports a separate section for deferred outflows of resources in addition to assets. Deferred outflows of resources represent a consumption of net assets that applies to future periods. As of September 30, 2023, the Aviation Department reported deferred outflows of resources for pension related items as discussed in Note 11, for other postemployment benefits (“OPEB”) related items as discussed in Note 13, and for deferred losses on refundings. The deferred loss on refundings results from the difference in the carrying value of the refunded debt and its reacquisition price. This amount is deferred and amortized over the shorter of the life of the refunded or the refunding debt as a component of interest expense using the weighted-average method, since the results are not significantly different from the effective-interest method, over the remaining life of the old debt or the life of the new debt, whichever is shorter.

The statement of net position reports a separate section for deferred inflows of resources in addition to liabilities. Deferred inflows of resources represent an acquisition of net assets that applies to future periods. As of September 30, 2023, the Aviation Department reported deferred inflows of resources for public-private partnerships as discussed in Note 8, leases as discussed in Note 9, pension related items as discussed in Note 11 and for OPEB related items as discussed in Note 13.

n. Bond Discount/Premium and Issuance Costs – Discount/premium on bonds are amortized over the life of the related bond using the effective interest method. Bond issuance costs are expensed as incurred, except any portion related to prepaid insurance costs, which are amortized.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 2—Summary of significant accounting policies (continued)

o. Pension Plan – The Aviation Department contributes to FRS, a cost-sharing, multi-employer plan. For the 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 FRS and HIS, and additions to/deductions from FRS and HIS’s fiduciary net position have been determined on the same basis as they are reported by FRS and HIS. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

p. Other Postemployment Benefits (OPEB) – The Aviation Department contributes to a single-employer, defined-benefit healthcare plan administered by the County. The postretirement health benefits are funded on a pay-as-you-go basis (i.e., the County funds on a cash basis as benefits are paid).

q. Net Position Classifications – Net position is classified and displayed in three components:

Net Investment in Capital Assets – Consists of capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, notes, or other borrowings and deferred outflows of resources that are attributable to the acquisition, construction, or improvement of those assets.

Restricted Net Position – Consists of net position with constraints placed on the use either by: (1) external groups, such as creditors, grantors, contributors, or laws or regulations of other governments or (2) law through constitutional provisions or enabling legislation.

Unrestricted Net Position – All other net position that does not meet the definition of “restricted” or “net investment in capital assets”.

r. Operating vs. Nonoperating Revenues and Expense – The Aviation Department distinguishes operating revenues and expenses from nonoperating items in its statement of revenues, expenses, and changes in net position. The Aviation Department defines operating revenues and expenses as revenues earned and expenses incurred from aviation operations and services provided to customers and tenants. Nonoperating revenues and expenses include investment earnings, interest expense, government grants and contributions, and PFC collections.

The components of the major revenue captions are as follows:

Aviation Fees – Landing fees, concourse use charges, loading bridge use charges, baggage claim use charges, screening fees, airplane parking fees, and other similar facilities and service use fees and charges.

Rentals – Rentals of land, buildings, and machinery and equipment.

Management Agreements – Revenue from the automotive parking fees, the Airport Hotel, and the Fuel Farm.

Concessions – Revenue from the sale of duty-free merchandise, rental car companies, and various services provided by terminal complex concessionaires.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 2—Summary of significant accounting policies (continued)

s. *Grants from Government Agencies* – Grants received to cover costs for operating expenses, debt obligations, and relief for concessionaires are recorded as nonoperating other revenue, when earned. The Aviation Department received FAA Airport grant awards under the Coronavirus Aid, Relief, and Economic Security Act (“CARES Act”), Coronavirus Response and Relief Supplemental Appropriations Act (“CRRSA Act”) and the American Rescue Plan Act of 2021 (“ARP Act”) totaling approximately \$207.2 million, \$39.5 million, and \$160.1 million, respectively. During fiscal year 2023, the Aviation Department recorded approximately \$130.2 million in grants under the FAA ARP Act programs to aid with costs related to debt obligations, operating expenses and concessions rent relief.

Grants received for the acquisition or construction of capital assets are recorded as capital contributions when all eligibility requirements have been met. Grants are earned when costs relating to such operating expenses, debt obligations, and capital assets, which are reimbursable under the terms of the grants, have been incurred. During fiscal year 2023, the Aviation Department recorded approximately \$24.7 million, in grants relating to contributions consisting of federal and state grants in aid of construction. Grants receivables relating to the contributions as of September 30, 2023 were approximately \$4.8 million.

t. *Passenger Facility Charges* – Effective January 1, 2002, the FAA authorized the Aviation Department to collect PFC of \$4.50 per eligible enplaning, revenue-generating passengers in the aggregate amount not to exceed approximately \$2.7 billion including interest. The latest application, approved by the FAA in April 2022, authorized the Aviation Department to collect PFCs through January 1, 2039. PFC revenue is reported as nonoperating revenue and the net receipts are restricted to be used for funding FAA-approved capital projects and debt service attributable to such approved capital projects. PFCs earned from inception through September 30, 2023, was approximately \$1.9 billion, including interest.

u. *Use of Estimates* – The preparation of the financial statements requires management of the Aviation Department to make a number of estimates and assumptions relating to the reported amounts of assets and deferred outflows of resources and liabilities and deferred inflows of resources and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

v. *Implementation of New Accounting Standards* – In May 2019, GASB issued Statement No. 91, *Conduit Debt Obligations*, which is effective for reporting periods beginning after December 15, 2021. This statement establishes the criteria for reporting conduit debt obligations for all state and local governments. The adoption of GASB Statement No. 91 in fiscal year 2023 did not impact the Aviation Department’s financial statements and related disclosures.

In March 2020, GASB issued Statement No. 94, *Public-Private and Public-Public Partnerships and Availability Payment Arrangements*, which is effective for reporting periods beginning after June 15, 2022. This statement establishes the criteria for identifying and reporting public-private, public-public partnership arrangements, and available payment arrangements of all state and local governments. The Aviation Department adopted GASB 94 in fiscal year 2023 and the results are reflected in Note 8 to the financial statements.

In May 2020, GASB issued Statement No. 96, *Subscription-Based Information Technology Arrangements*, which is effective for reporting periods beginning after June 15, 2022. This statement establishes a model for accounting and financial reporting for subscription-based information technology arrangements (SBITAs) for government end users. The Aviation Department adopted GASB 96 in fiscal year 2023 and the results are reflected in Notes 5 and 6 to the financial statements.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
 AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
 NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 2—Summary of significant accounting policies (continued)

In April 2022, GASB issued Statement No. 99, *Omnibus 2022*. This statement addresses specific issues that have been identified during implementation of various GASB statements. The adoption of requirements related to leases, public-public and public-private partnerships, and SBITAs in fiscal year 2023 did not impact the Aviation Department’s financial statements and related disclosures.

w. Future Accounting Standards – In April 2022, GASB issued Statement No. 99, *Omnibus 2022*. This statement addresses specific issues that have been identified during implementation of various standards. The requirements related to financial guarantees and derivative instruments are effective for reporting periods beginning after June 15, 2023. The Aviation Department is still in the process of determining what effect, if any, the above statement will have on the financial statements and related disclosures.

In June 2022, GASB issued Statement No. 100, *Accounting Changes and Error Corrections – an amendment of GASB Statement No. 62*, which is effective for reporting periods beginning after June 15, 2023. This statement establishes criteria for reporting accounting changes and error corrections in previously issued financial statements. The Aviation Department is still in the process of determining what effect, if any, the above statement will have on the financial statements and related disclosures.

In June 2022, GASB issued Statement No. 101, *Compensated Absences*, which is effective for reporting periods beginning after December 15, 2023. This statement updates the recognition and measurement guidance for compensated absences. The Aviation Department is still in the process of determining what effect, if any, the above statement will have on the financial statements and related disclosures.

In January 2024, GASB issued Statement No. 102, *Certain Risk Disclosures*, which is effective for reporting periods beginning after June 15, 2024. The statement establishes the reporting criteria for risks associated with a lack of diversity related to an aspect of significant inflow or outflow of resources and limitations imposed by external parties or by formal action of the government’s highest level of decision-making authority. The Aviation Department is still in the process of determining what effect, if any, the above statement will have on the financial statements and related disclosures.

Note 3—Cash, cash equivalents, and investments

The County is authorized through *Florida Statutes* Section 218.415, Ordinance No. 84-47, Resolution R-31-09 and its Investment Policy to make certain investments. The Investment Policy was updated and adopted on January 22, 2009, in response to current and possible uncertainties in the domestic and international financial markets. The County’s overall investment objectives are, in order of priority, the safety of principal, liquidity of funds, and maximizing investment income.

As of September 30, 2023, total unrestricted and restricted cash and cash equivalents and investments comprise the following (in thousands):

Cash and cash equivalents	\$ 1,178,750
Investments, including interest receivable	<u>411,995</u>
	<u>\$ 1,590,745</u>

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 3—Cash, cash equivalents, and investments (continued)

The carrying amounts of the Aviation Department’s local deposits were approximately \$58.2 million as of September 30, 2023. All deposits are fully insured by Federal Depository Insurance and are held in qualified, public depositories pursuant to *Florida Statutes* Chapter 280, *Florida Security for Public Deposits Act* (the “Act”). Under the Act, all qualified public depositories are required to pledge eligible collateral having a market value equal to or greater than the average daily or monthly balance of all public deposits times the depository’s collateral pledging level. The pledging level may range from 50% to 125% depending upon the depository’s financial condition and establishment period. All collateral must be deposited with an approved financial institution. Any losses to public depositors are covered by applicable deposit insurance, sale of securities pledged as collateral, and, if necessary, assessments against other qualified public depositories of the same type as the depository in default.

As a rule, the Aviation Department intends to hold all purchased securities until their final maturity date. There may be occasional exceptions, including, but not limited to, the need to sell securities to meet unexpected liquidity needs.

Cash, cash equivalents, and investments as of September 30, 2023 are summarized as follows (in thousands):

Cash deposits	\$ 58,184
U.S. government securities	1,146,872
Treasury bills	180,358
Commercial paper	156,378
Money market	48,953
Total cash equivalents and investments	<u>1,532,561</u>
Total cash, cash equivalents, and investments	<u>\$ 1,590,745</u>

At September 30, 2023, the carrying value of cash equivalents and investments included the following (in thousands):

<u>Investment Type</u>	
Federal Home Loan Mortgage Corporation	\$ 101,902
Federal Home Loan Bank	748,108
Federal Farm Credit Bank	171,043
Federal National Mortgage Association	125,819
Treasury bills	180,358
Commercial paper	156,378
Money market	48,953
	<u>\$ 1,532,561</u>

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 3—Cash, cash equivalents, and investments (continued)

a. *Credit Risk* – The Aviation Department’s Investment Policy (the “Policy”) minimizes credit risk by restricting authorized investments to: Local Government Surplus Funds Trust Fund or any intergovernmental investment pool authorized pursuant to the Florida Interlocal Cooperation Act; Securities and Exchange Commission (“SEC”) registered money market funds with the highest credit quality rating from a nationally recognized rating agency; interest-bearing time deposits or savings accounts in qualified public depositories, pursuant to Florida Statutes Section 280.02, which are defined as banks, savings bank, or savings association organized under the laws of the United States with an office in this state that is authorized to receive deposits, and has deposit insurance under the provisions of the Federal Deposit Insurance Act; direct obligations of the U.S. Treasury; federal agencies and instrumentalities; securities of, or other interest in, any open-end or closed-end management-type investment company or investment trust registered under the Investment Company Act of 1940, provided the portfolio is limited to the obligations of the U.S. government or any agency or instrumentality thereof and to repurchase agreements fully collateralized by such U.S. government obligations, and provided such investment company or investment trust takes delivery of such collateral either directly or through an authorized custodian; commercial paper of prime quality with a stated maturity of 270 days or less from the date of its issuance, which has the highest letter and numerical rating as provided for by at least one nationally recognized rating service; banker acceptances that have a stated maturity of 180 days or less from the date of its issuance, and have the highest letter and numerical rating as provided for by at least one nationally recognized rating service, and are drawn on and accepted by commercial banks and that are eligible for purchase by the Federal Reserve Bank; and investments in Repurchase Agreements (“Repos”) collateralized by securities authorized by this policy.

All Repos shall be governed by a standard SIFMA Master Repurchase Agreement; municipal securities issued by U.S., state, or local governments, having at time of purchase, a stand-alone credit rating of AA or better assigned by two or more recognized credit rating agencies or a short-term credit rating of A1/P1 or equivalent from one or more recognized credit rating agencies.

The table below summarizes the investments by type and credit ratings as of September 30, 2023:

<u>Investment Type</u>	<u>Credit Rating</u>		
	<u>S&P</u>	<u>Moody’s</u>	<u>Fitch</u>
Federal Home Loan Mortgage Corporation	AA+/A-1+	Aaa/P-1	AAA/F1+
Federal Home Loan Bank	AA+/A-1+	Aaa/P-1	N/A
Federal Farm Credit Bank	AA+/A-1+	Aaa/P-1	AAA/F1+
Federal National Mortgage Association	AA+/A-1+	Aaa/P-1	AAA/F1+
Treasury bills	AA+u/A-1+u	Aaa/P-1	AAA/F1+
Commercial paper	NA/A-1+	NA/P-1	NA/F1
Money market	AAAM	Aaa-mf	AAA mmf

b. *Custodial Credit Risk* – The Policy requires that bank deposits be secured per Chapter 280, Florida Statutes. This requires local governments to deposit funds only in financial institutions designated as qualified, public depositories by the Chief Financial Officer of the state of Florida and creates the Public Deposits Trust Fund, a multiple financial institution pool with the ability to assess its member financial institutions for collateral shortfalls if a default or insolvency has occurred. As of September 30, 2023, all of the County’s bank deposits were in qualified public depositories.

The Policy requires the execution of a Custodial Safekeeping Agreement for all purchased securities and shall be held for the credit of the County in an account separate and apart from the assets of the financial institution.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 3—Cash, cash equivalents, and investments (continued)

c. Concentration of Credit Risk – The Policy establishes limitations on portfolio composition by investment type and by issuer to limit its exposure to concentration of credit risk. The Policy provides that a maximum of 50% of the portfolio may be invested in the state of Florida Local Government Surplus Trust Fund (the "Pool"); however, bond proceeds may be temporarily deposited in the Pool until other investments have been purchased. Prior to any investment in the Pool, approval must be received from the Board. A maximum of 30% of the portfolio may be invested in SEC-registered money market funds with no more than 10% to any single money market fund. A maximum of 20% of the portfolio may be invested in interest-bearing time deposits or demand accounts with no more than 5% deposited with any one issuer.

There is no limit on the percentage of the total portfolio that may be invested in direct obligations of the U.S. Treasury or federal agencies and instrumentalities, with no limits on individual issuers (investment in agencies containing call options shall be limited to a maximum of 25% of the total portfolio). A maximum of 5% of the portfolio may be invested in open-end or closed-end funds. A maximum of 50% of the portfolio may be in prime commercial paper with a maximum of 5% with any one issuer. A maximum of 25% of the portfolio may be invested in bankers' acceptances with a maximum of 10% with any one issuer, but a maximum of 60% of the portfolio may be invested in both commercial paper and bankers' acceptances. A maximum of 20% of the portfolio may be invested in repurchase agreements with the exception of one (1) business day agreement, with a maximum of 10% of the portfolio in any one institution or dealer with the exception of one (1) business day agreement. Investments in derivative products shall be prohibited by the County. A maximum of 25% of the portfolio may be directly invested in municipal obligations, up to 5% with any one municipal issuer.

As of September 30, 2023, the following issuers held 5% or more of the investment portfolio:

Issuer

Federal Home Loan Mortgage Corporation	6.65%
Federal Home Loan Bank	48.81%
Federal Farm Credit Bank	11.16%
Federal National Mortgage Association	8.21%
Treasury bills	11.77%
Commercial paper	10.20%

d. Interest Rate Risk – The Policy limits interest rate risk by requiring the matching of known cash needs and anticipated net cash outflow requirements; following historical spread relationships between different security types and issuers; and evaluating both interest rate forecasts and maturity dates to consider short-term market expectations. The Policy requires that investments made with current operating funds shall maintain a weighted average of no longer than one year. Investments for bond reserves, construction funds, and other nonoperating funds shall have a term appropriate to the need for funds and in accordance with debt covenants. The Policy limits the maturity of an investment to a maximum of five years.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 3—Cash, cash equivalents, and investments (continued)

As of September 30, 2023, the County had the following investments with the respective weighted average maturity in years:

Investment Type

Federal Home Loan Mortgage Corporation	0.425
Federal Home Loan Bank	0.263
Federal Farm Credit Bank	0.096
Federal National Mortgage Association	0.184
Treasury bills	0.049
Commercial paper	0.137
Money market	0.003

e. *Foreign Currency Risk* – The Policy limits the Aviation Department’s foreign currency risk by excluding foreign investments as an investment option.

f. *Fair Value Measurement* – The Aviation Department categorizes its investments according to the fair value hierarchy established by U.S. GAAP. The hierarchy is based on the valuation inputs used to measure the fair value of the assets. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs. Level 1 assets are valued using quoted prices in an active market for identical assets that can be readily obtained, and Level 2 assets are valued using a matrix pricing technique of quoted prices for similar assets or liabilities in active markets. Money market funds are reported at amortized cost which approximates fair value.

At September 30, 2023, the carrying value of cash equivalents and investments included the following (in thousands):

<u>Investments at Fair Value</u>	<u>Fair Value</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Federal Home Loan Mortgage Corporation	\$ 101,902	\$ -	\$ 101,902	\$ -
Federal Home Loan Bank	748,108	-	748,108	-
Federal Farm Credit Bank	171,043	-	171,043	-
Federal National Mortgage Association	125,819	-	125,819	-
Treasury bills	180,358	180,358	-	-
Commercial paper	156,378	-	156,378	-
Total investments at fair value	1,483,608	\$ 180,358	\$ 1,303,250	\$ -
Money market at amortized cost	48,953			
Total investments and cash equivalents	<u>\$ 1,532,561</u>			

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 4—Accounts receivables and payables

a. *Receivables* – Accounts receivable as of September 30, 2023 are as follows (in thousands):

Accounts receivable - trade	\$ 36,756
Accounts receivable - management companies	2,570
Due from government agencies	638
Other receivables	31
	<u>39,995</u>
Allowance for doubtful accounts	(3,643)
Total accounts receivable, net	<u>\$ 36,352</u>

As of September 30, 2023, 98% of receivables are due from customers (tenants, carriers, and business partners) and 2% are due from government agencies. American Airlines represented \$3.9 million or 10.8% of accounts receivable, net of allowance for doubtful accounts, and approximately \$262.5 million or 28.4% of total operating revenue for fiscal year 2023.

b. *Payables* – Accounts payable, contracts payable and accrued liabilities as of September 30, 2023 are as follows (in thousands):

Accounts payable and accrued expenses - trade	\$ 31,562
Accounts payable and accrued expenses - contracts	29,474
Accrued expenses - management companies	5,774
Accrued expenses - salaries and wages	5,776
Accrued interest payable - lease and subscription liabilities	27
Total accounts payable and accrued expenses	<u>\$ 72,613</u>

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 5—Capital assets

A summary of capital asset activity and changes in accumulated depreciation and amortization for the year ended September 30, 2023 is as follows (in thousands):

	Balance at October 1, 2022	Additions/ Transfers	Deletions/ Transfers and Retirements	Balance at September 30, 2023
Capital assets not depreciated/amortized:				
Land	\$ 146,906	\$ -	\$ -	\$ 146,906
Construction in progress	124,539	89,871	(103,621)	110,789
Total capital assets not depreciated/amortized	<u>271,445</u>	<u>89,871</u>	<u>(103,621)</u>	<u>257,695</u>
Capital assets depreciated/amortized:				
Buildings, improvements, and systems	7,387,188	4,160	(2,974)	7,388,374
Infrastructure	1,595,406	92,847	-	1,688,253
Furniture, machinery, and equipment	1,164,622	35,345	(3,398)	1,196,569
Right-to-use lease assets:				
Buildings	7,355	-	-	7,355
Subscription assets	-	2,409	-	2,409
Total capital assets depreciated/amortized	<u>10,154,571</u>	<u>134,761</u>	<u>(6,372)</u>	<u>10,282,960</u>
Less accumulated depreciation/amortization:				
Buildings, improvements, and systems	(3,195,977)	(177,108)	2,974	(3,370,111)
Infrastructure	(1,095,804)	(43,348)	-	(1,139,152)
Furniture, machinery, and equipment	(654,442)	(61,803)	3,290	(712,955)
Right-to-use lease assets:				
Buildings	(594)	(594)	-	(1,188)
Subscription assets	-	(505)	-	(505)
Total accumulated depreciation/amortization	<u>(4,946,817)</u>	<u>(283,358)</u>	<u>6,264</u>	<u>(5,223,911)</u>
Total capital assets depreciated/amortized, net	<u>5,207,754</u>	<u>(148,597)</u>	<u>(108)</u>	<u>5,059,049</u>
Total capital assets, net	<u>\$ 5,479,199</u>	<u>\$ (58,726)</u>	<u>\$ (103,729)</u>	<u>\$ 5,316,744</u>

Right-to-Use Lease Assets – The agreements, as summarized below, provide for fixed payments and the assets were measured at the present value of future payments using the Aviation Department's weighted average incremental borrowing rate.

a. *Buildings* – The Aviation Department has entered into a noncancelable agreement for an industrial warehouse building with the lease term expiring in 2024. The lease's two five-year options to extend, can only be exercised by the tenant and was deemed reasonably certain by the Aviation Department. The agreement has fixed monthly payments over the lease term and does not contain variable payments or guaranteed residual values.

For the fiscal year ended September 30, 2023, the Aviation Department recognized a right-to-use lease asset of approximately \$6.2 million, net of accumulated amortization of approximately \$1.2 million, and for the year ended September 30, 2023, reported amortization expense of approximately \$0.6 million.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 5—Capital assets (continued)

b. *Subscription Assets* - The Aviation Department has entered into various SBITA, whereby the Aviation Department has the right to use and control a vendor's software, alone or in combination with other assets. The SBITAs, with terms expiring in fiscal years 2026 and 2027, include no options to extend, and provide for fixed annual or monthly payments over the lease term, with no variable payments.

For the fiscal year ended September 30, 2023, the Aviation Department recognized right-to-use subscription assets of approximately \$1.9 million, net of accumulated amortization of \$0.5 million, and for the year ended September 30, 2023, reported amortization expense of \$0.5 million.

Note 6—Debt

a. *Aviation Revenue Bonds* – Aviation Revenue Bonds are issued to finance the construction of facilities at the Airports pursuant to the Trust Agreement and are payable solely from and are collateralized by a pledge of net revenue, as defined in the Trust Agreement. The Aviation Revenue Bonds do not constitute a debt of the County or a pledge of the full faith and credit of the County.

Pursuant to Section 802 of the Trust Agreement, events of default resulting in finance related consequences in respect to the Aviation Revenue Bonds include: 1) failure to pay principal when due and payable; 2) payment of interest installment not being made within 10 days after interest is due and payable; 3) if the amount deposited in any fiscal year in the Redemption Account and Reserve accounts do not meet the requirements of the Trust Agreement; 4) if the County is rendered incapable of fulfilling its obligations; 5) if final judgment for the payment of money shall be rendered against the County as a result of owning and controlling Port Authority Properties and the judgment is not discharged within 60 days from entry or an appeal is not taken; 6) if an order or decree is entered with or without the consent of the County, appointing a receiver or receivers of the Port Authority Properties or of the Revenue thereof, and the order shall not be vacated or discharged or stayed on appeal within 60 days after entry; 7) if any proceeding is instituted resulting from creditor claims that are payable out of Revenues as defined by the Trust Agreement, with consent or acquiescence of the County, affecting a composition between the County and its creditors, or adjusted creditor claims, pursuant to any federal or state statute now or hereafter enacted; 8) if the County defaults in the performance of any covenants, conditions, agreements, and provisions contained in the bonds or Trust Agreement, and such default continues 30 days after written notice is provided to the County by the Trustee.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 6—Debt (continued)

Pursuant to Section 803 of the Trust Agreement, the finance related consequences resulting from events of default specified in Section 802, is the acceleration of bond maturities. In each case of default, the Trustee may, and upon written request of not less than 20% of the bond holders, by a notice in writing to the County, declare the principal of all the bonds then Outstanding to be due and payable immediately. The Trust Agreement or Aviation Revenue Bond agreements do not call for termination events or subjective acceleration clauses; other than the acceleration clause mentioned above resulting from events of default (in thousands):

Miami-Dade County Aviation Department Debt Outstanding				
Revenue Bonds	Issue Date	Rate	Maturity	2023
Serial bonds:				
2015A	July 2015	5.000%	2024-2034	\$ 24,485
2002A	December 2002	5.050%	2037	15
				<u>24,500</u>
Term bonds:				
2019A	May 2019	4.000%-5.000%	2044-2050	282,180
2015A	July 2015	4.250%-5.000%	2037-2046	45,595
2008A	June 2008	5.500%	2042	15
				<u>327,790</u>

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 6—Debt (continued)

Miami-Dade County Aviation Department Debt Outstanding (Refunding)

Revenue Bonds	Issue Date	Rate	Maturity	2023
Serial bonds:				
2020B	December 2020	1.229%-2.857%	2026-2036	\$ 78,645
2020A	December 2020	4.000%-5.000%	2024-2042	301,760
2019E	August 2019	1.966%-2.649%	2024-2033	347,580
2019B	May 2019	2.755%-3.555%	2024-2035	197,675
2018C	August 2018	3.285%-4.162%	2024-2034	273,220
2018A	August 2018	5.000%	2039-2042	9,830
2017D	August 2017	2.569%-3.554%	2024-2033	89,490
2017B	August 2017	5.000%	2038	1,060
2016B	August 2016	2.368%-3.756%	2024-2037	290,255
2016A	August 2016	5.000%	2024-2037	173,495
2015B	July 2015	5.000%	2026-2028	38,500
2015A	July 2015	5.000%	2024-2034	23,530
2014B	December 2014	5.000%	2026-2035	72,540
2014A	December 2014	4.000%-5.000%	2026-2037	580,105
2014	March 2014	4.375%-5.000%	2024-2035	265,700
2012B	December 2012	3.000%-5.000%	2024-2030	33,040
2012A	December 2012	5.000%	2024-2025	82,105
				2,858,530
Term bonds:				
2020B	December 2020	3.270%	2042	35,325
2018C	August 2018	4.280%	2042	480,340
2017D	August 2017	3.732%-3.982%	2038-2042	180,550
2017B	August 2017	5.000%	2041	302,485
2017A	March 2017	4.000%	2041	145,800
2016B	August 2016	3.856%	2042	52,560
2016A	August 2016	5.000%	2042	136,190
2015A	July 2015	4.250%-5.000%	2035-2039	324,985
2014B	December 2014	5.000%	2038	82,250
				1,740,485
Grand total				\$ 4,951,305

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 6—Debt (continued)

b. *Maturities of Bonds Payable* – The annual debt service requirements are as follows (in thousands):

<u>Years Ending September 30.</u>	Aviation Revenue Bonds	
	Principal	Interest
2024	\$ 158,785	\$ 211,224
2025	165,200	204,809
2026	169,705	198,327
2027	180,380	192,882
2028	181,395	186,863
2029-2033	1,042,065	828,200
2034-2038	1,385,655	576,565
2039-2043	1,402,050	228,357
2044-2048	185,145	47,508
2049-2051	80,925	6,119
	4,951,305	\$ 2,680,854
Plus unamortized premium	237,883	
	<u>\$ 5,189,188</u>	

Bond premium is added, and bond discount is deducted from the face amount of bonds payable. Deferred loss on defeased debt is shown separately as a deferred outflow in the statement of net position. Bond premium and discount are amortized as additional interest expense using the effective interest method. Amortization of bond discount or premium for Aviation Revenue Bonds and Double-Barreled Aviation Bonds was approximately \$24.4 million for the year ended September 30, 2023, and is included in interest expense in the accompanying statement of revenue, expenses, and changes in net position.

c. *Double-Barreled Aviation Bond* – On October 22, 2020, the Aviation Department issued approximately \$177.7 million of Double-Barreled Aviation Refunding Bond (“General Obligation”), Series 2020, at a premium of approximately \$22.2 million. The Series 2020 Refunding Bonds, which fully refunded the Series 2010 Double-Barreled Aviation General Obligation Bond, are a General Obligation of the County, secured by the full faith, credit, and taxing power of the County. The Series 2020 Refunding Bonds are payable from ad valorem taxes levied on all taxable property in the County, without limitation as to rate or amount, to the extent Net Available Airport Revenues are insufficient to pay debt services on the Series 2020 Bonds. “Net Available Airport Revenues” is defined to mean any unencumbered funds held for the credit of the Improvement Fund created under the Trust Agreement after the payment of all obligations of the County pertaining to the County airports which are payable pursuant to, and subject to, the restrictions of (i) the Trust Agreement, (ii) any Airline Use Agreement then in effect, or (iii) any other indenture, trust agreement, or contract.

Sections 11.01 and 11.02 of the County Resolution 1364-09, provides events of default and remedies to the events of default in respect to the Series 2010 Bonds; however, there are no finance related consequences that result from an event of default. The Resolution does not call for termination events or subjective acceleration clauses.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 6—Debt (continued)

The Series 2020 Refunding Bonds, of which approximately \$174.7 million remains outstanding as of September 30, 2023, will provide long-term financing for certain capital improvement comprising a part of the Capital Improvement Program for the Aviation Department. The proceeds will be used for financing or reimbursing the County for costs of the acquisition, construction, improvement, and/or installation by the Aviation Department of its MIA Mover Program and a portion of its North Terminal Program. The Series 2020 refunding bonds bear stated interest ranging from 2.25% to 5.00%, with principal payments due July 1, 2024 to 2041.

Miami-Dade County Aviation Department Debt Outstanding (In Thousands)

	Issue Date	Rate	Maturity	2023
Refunding serial:				
2020	October 2020	2.250%-5.000%	2024-2041	\$ 174,670

d. *Maturities of Double-Barreled Aviation Bonds Payable* – The annual debt service requirements are as follows (in thousands):

Years Ending September 30,	General Obligation Bonds	
	Principal	Interest
2024	\$ 6,655	\$ 6,117
2025	6,985	5,785
2026	7,335	5,435
2027	7,705	5,068
2028	8,090	4,683
2029-2033	46,535	17,318
2034-2038	54,845	9,012
2039-2042	36,520	1,795
	174,670	\$ 55,213
Plus unamortized premium	14,082	
	<u>\$ 188,752</u>	

e. *Lease Liabilities* – The Aviation Department leased an industrial warehouse building with the lease term expiring in 2024. The lease liability was measured at the present value of future lease payments. For the fiscal year ended September 30, 2023, the Aviation Department reported a lease liability of approximately \$6.6 million, included in lease and subscription liabilities on the accompanying statement of net position. In addition, for the year ended September 30, 2023, the Aviation Department reported interest expense of approximately \$0.3 million.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 6—Debt (continued)

The future minimum principal and interest payments under this agreement as of September 30, 2023, are as follows (in thousands):

<u>Years Ending September 30,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2024	\$ 418	\$ 271	\$ 689
2025	458	252	710
2026	499	231	730
2027	543	210	753
2028	589	186	775
2029-2033	3,742	498	4,240
Thereafter	337	3	340
	<u>\$ 6,586</u>	<u>\$ 1,651</u>	<u>\$ 8,237</u>

f. Subscription Liabilities - The Aviation Department entered into SBITAs, whereby the Aviation Department has the right to use and control vendors' information technology software, alone or in combination with other assets. The subscription liability was measured at the present value of future payments. For the fiscal year ended September 30, 2023, the Aviation Department reported subscription liabilities of approximately \$1.9 million, included in lease and subscription liabilities on the accompanying statement of net position. In addition, for the year ended September 30, 2023, the Aviation Department reported interest expense of approximately \$0.1 million.

The future minimum principal and interest payments for subscription liabilities as of September 30, 2023, are as follows (in thousands):

<u>Years Ending September 30,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2024	\$ 480	\$ 74	\$ 554
2025	504	53	557
2026	530	31	561
2027	391	8	399
	<u>\$ 1,905</u>	<u>\$ 166</u>	<u>\$ 2,071</u>

g. Financed Purchase – The Aviation Department has entered into various agreements with banks to provide capital to finance the lease/purchase of certain energy improvement equipment. These leases are not subject to GASB Statement 87 accounting or disclosure requirements, as the equipment are owned by the Aviation Department and capitalized at cost. The capitalized cost related to these financed purchases is \$79.4 million, with a carrying value at September 30, 2023 of \$56.1 million, net of accumulated depreciation of \$23.3 million.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 6—Debt (continued)

The future minimum payments for principal and interest under these agreements are as follows (in thousands):

<u>Years Ending September 30.</u>	<u>Principal</u>	<u>Interest</u>
2024	\$ 5,016	\$ 1,595
2025	5,356	1,448
2026	5,599	1,292
2027	5,736	1,131
2028	6,110	965
2029-2033	24,734	2,288
Thereafter	2,328	68
	<u>\$ 54,879</u>	<u>\$ 8,787</u>

h. Rent Advances – The Aviation Department has entered into several development lease agreements permitting tenants of airside facilities to construct some buildings with private financing or funding. Accordingly, certain hangars and cargo facilities, including those for Federal Express, UPS, LATAM Airlines Group, and Centurion Air Cargo, have been constructed with private financing. Ownership to such improvements is retained in the tenant’s name and reverts to the Aviation Department after a stated period or at the end of the lease term, at which time the tenant is obligated to pay building rent in addition to ground rent. Depending on the condition of the improvements, the Aviation Department reserves the right to require the tenant to demolish the facilities.

In fiscal year 2023, LATAM Airlines Group S.A. and Aero Miami I, LLC (Aero Miami), extended their 25-year development lease agreement for an additional 10 years through August 15, 2036, and Aero Miami prepaid the improvement building rent totaling approximately \$21.4 million, that is due on the facility from August 16, 2026 to the lease expiration date in 2036.

Similarly, in fiscal year 2022, Federal Express Corporation and Aero Miami FX, LLC (Aero Miami), extended their 25-year development lease term for an additional 21 years through August 2050, and prepaid building rent totaling approximately \$15.4 million, that is due on the facility from March 26, 2029 to the lease expiration date in 2050.

As of September 30, 2023, liabilities related to rent advances were approximately \$41.0 million, including approximately \$3.3 million of rent paid in September 2023, but due in October 2023.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 6—Debt (continued)

i. *Long-Term Liabilities* – Changes in long-term liabilities are as follows (in thousands):

	Balance at October 1, 2022	Additions	Reductions	Total at September 30, 2023	Due Within One Year
Revenue bonds	\$ 5,075,880	\$ -	\$ (124,575)	\$ 4,951,305	\$ 158,785
Add amounts:					
For issuance premiums/ discounts, net	259,540	-	(21,657)	237,883	-
General obligation bonds	175,670	-	(1,000)	174,670	6,655
Add amounts:					
For issuance premium	16,820	-	(2,738)	14,082	-
Total bonds, net	5,527,910	-	(149,970)	5,377,940	165,440
Other liabilities:					
Commercial paper notes	30,064	250,000	(240,064)	40,000	-
Environmental remediation	46,080	-	(3,900)	42,180	8,600
Compensated absences	39,617	11,025	(14,287)	36,355	11,179
Rent advances	24,249	24,694	(7,927)	41,016	3,294
Postemployment benefits	26,153	5,378	(3,051)	28,480	697
Net pension liability:					
FRS	85,376	8,994	(863)	93,507	-
HIS	20,367	11,276	(576)	31,067	-
Lease and subscription liabilities:					
Lease liabilities	6,968	-	(382)	6,586	418
Subscription liabilities	-	2,409	(504)	1,905	480
Other - Financed purchase	59,569	-	(4,690)	54,879	5,016
Total long-term liabilities	<u>\$ 5,866,353</u>	<u>\$ 313,776</u>	<u>\$ (426,214)</u>	<u>\$ 5,753,915</u>	<u>\$ 195,124</u>

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 6—Debt (continued)

j. Commercial Paper Notes – As of September 30, 2023, the County had \$40.0 million outstanding of Commercial Paper Notes (“Notes”) plus accrued interest of \$88,794.

The proceeds of the Notes were used to finance certain Airport and Airport related improvements. The Notes and accrued interest are payable solely from proceeds of future Revenue Bonds and any unencumbered monies in the Improvement Fund. The Notes are secured and payable under an irrevocable transferrable direct-pay letter of credit. The letter of credit, in the amount of \$200.0 million, was approved for the purpose of making funds readily available for the payment of principal and interest on the Notes. As of September 30, 2023, there was \$160.0 million available on the letter of credit. The letter of credit was scheduled to expire on March 17, 2022, subject to earlier termination as provided therein and to extension or renewal as provided therein. On October 18, 2021, an amendment to the letter of credit agreement was executed, extending the expiration date to October 18, 2024.

Pursuant to Section 6.01 of the Letter of Credit and Reimbursement Agreement securing the Notes, events of default resulting in finance related consequences include: 1) if the County provides materially false or misleading information in respect to the agreement and its compliance; 2) if the County fails to pay principal and interest on any Drawing when due; 3) the County fails to pay amount due to the Bank 10 days after receipt of invoice from the Bank; 4) the County fails to perform or observe any term or covenant or agreement contained in this Agreement; 5) if a final, non-appealable judgment for the payment of money in excess of \$10.0 million in excess of applicable insurance coverage and the same is not satisfied per requirements of such judgment; 6) an occurrence of an event of default under the Trust Agreement; 7) if any material provision of any Related Document shall cease to be valid, be declared null and void, or the County contest its validity and enforceability; 8) if a voluntary or involuntary case or proceeding of bankruptcy, insolvency, or other relief against the County with respect to itself or its debts; 9) if a receiver, liquidator, custodian is appointed in an involuntary case or proceeding against the County, and the appointee takes change of a substantial part of its properties and such action is not promptly stayed, discharged, or vacated; 10) if the County fails to pay its debts when due or declares a moratorium with respect to its debts; 11) if the long-term credit rating for any Aviation Revenue Bonds is withdrawn, suspended, or downgraded by any Rating Agency below Baa3, or BBB- (or the equivalent).

Pursuant to Section 6.02 of the Letter of Credit and Reimbursement Agreement securing the Notes, the finance related consequences resulting from events of default specified in Section 6.01 include: delivering a No-Issuance Notice to the Paying Agent; and all Unpaid drawings and other amounts owed to the Bank, plus an amount equal to the principal amount of all outstanding CP Notes plus interest will become immediately due and payable.

In accordance with Section 2.02(d) of the Letter of Credit and Reimbursement Agreement securing the Notes, if the letter of credit is terminated or the amount is permanently reduced prior to one year from the closing date, the County will be required to pay the bank an early termination fee equal to the Letter of Credit Fee, that would have been paid on the portion that was terminated or permanently reduced. The Letter of Credit and Reimbursement Agreement does not call for subjective acceleration clauses other than the acceleration clause stated in Section 6.02, resulting from the events of default under Section 6.01.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 7—Restricted assets

A summary of restricted assets at September 30, 2023 is as follows (in thousands):

Construction account	\$ 369,882
Bond service and reserve account	481,759
Reserve maintenance	145,809
	<u>\$ 997,450</u>

Note 8—Public-Private and Public-Public Partnerships and Availability Payment Arrangements

In fiscal year 2023, the Aviation Department adopted GASB Statement No. 94, *Public-Private and Public-Public Partnerships (PPPs) and Availability Payment Arrangements* (“APAs”), which establishes the reporting criteria for PPPs and APAs for all state and local governments.

a. Public-Private Partnership – In May 2023, the Aviation Department entered into a 20-year noncancelable agreement with a private firm to provide services and amenities for VIP passengers security screening, processing, and transfer to and from commercial airlines. The agreement expires April 30, 2043, and the operator is required to invest a minimum of \$15 million to design, construct, and renovate Building 874 infrastructure by April 2026. The Aviation Department exercises no control over rates charged to third parties and all fees collected are maintained by the operator. The agreement provides for fixed rental payments based on square footage and the greater of a minimum annual guarantee (“MAG”) or a percentage of gross revenue. Rent and MAG charged are increased by fair market value (“FMV”) and consumer price index (“CPI”), respectively, and rates are not adjusted if changes in FMV or CPI falls below zero.

At September 30, 2023, the Aviation Department recorded a receivable and deferred inflow of resources of approximately \$8.0 million and \$7.8 million, respectively. For fiscal year ended September 30, 2023, the Aviation Department recognized interest revenue of approximately \$141,000.

The future minimum lease payments included in the measurement of the PPP receivable as of September 30, 2023 are as follows (in thousands):

Years Ending September 30,	Principal	Interest	Total
2024	\$ -	\$ 176	\$ 176
2025	-	176	176
2026	-	228	228
2027	-	300	300
2028	-	498	498
2029-2033	1,872	2,009	3,881
2034-2038	2,875	1,005	3,880
2039-2043	3,228	329	3,557
	<u>\$ 7,975</u>	<u>\$ 4,721</u>	<u>\$ 12,696</u>

An asset was not recorded at September 30, 2023, as the project is in its initial stages and has not yet been placed in service.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

**Note 8—Public-Private and Public-Public Partnerships and Availability Payment Arrangements
(continued)**

b. Availability Payment Arrangements – The Aviation Department has entered into agreements with nationally recognized private firms, with expertise in their field of service, to manage, operate and maintain the public parking, fuel farm, and hotel facilities at MIA, as well as the employee shuttle buses. The agreement terms range from 5 to 10 years, including options to extend, and terminate no later than fiscal year 2029. The Aviation Department receives all revenue, and the agreements provide for reimbursement of approved budgeted operating expenses and a fixed management fee. While the Aviation Department generally looks toward the management companies for recommendations relative to operation of the facilities, the Aviation Department does exercise complete budgetary control and establishes standards, guidelines, and goals for growth and performance. Such actions are taken within the rights reserved to the Aviation Department under these agreements to control all aspects of the businesses. These include such matters as pricing, staffing, employee benefits, operating hours, facilities maintenance requirements, service levels, market selections, personnel policies, and marketing strategies. The management firms do not act as general agents on behalf of the County and, therefore, cannot obligate or commit the Aviation Department beyond the scope of what is required to run the day-to-day operations of managed properties as established by the budget approved by the Aviation Department.

For the year ended September 30, 2023, the Aviation Department recorded management fees in the amount of approximately \$1.1 million and \$0.6 million in operating expenses under management agreements and operating expenses under operating agreements, respectively, on the accompanying statement of revenue, expenses, and changes in net position.

Note 9—Leases

Lessor – The Aviation Department leases terminal space, aircraft maintenance and overhaul facilities, cargo facilities, hangars and other building facilities, and ancillary land facilities to air carriers and other third-party tenants under various cancelable and noncancelable agreements. The agreements, as summarized below, provide for fixed and/or variable rental payments and are designed to allow the Aviation Department to meet its debt service requirements and fund operating expenses.

a. Concession Agreements – The Aviation Department has entered into concession agreements with retail stores and newsstands, duty-free merchandise shops, food and beverage facilities, various rent-a-car companies, and aeronautical and other passenger service companies. The lease terms range from 3 to 21 years and include options to extend that are deemed to be reasonably certain by the Aviation Department based on all available information and past experience. The agreements, the majority of which are noncancelable, provide for rent and/or a MAG and a concession fee based on a percentage of the gross revenue, whichever is greater. The MAG is either fixed, adjusted annually by the CPI, or increased by 3% each year during the term and any extensions. The rents, which are adjusted annually in accordance with the policies and formulas approved by the Board of County Commissioners (Board), is deemed not fixed in substance and is excluded from the measurement of the lease receivable.

b. Building and Land Lease Agreements – The leasing operations of the Aviation Department consist principally of the rental of land, pavement, buildings, and office space. The terms of these agreements range up to 55 years and terminate no later than fiscal year 2084. The agreements provide for fixed rental payments based on square footage, and rates charged are increased either by CPI, FMV or 3% each year during the lease term. Rental rates are not adjusted if CPI or FMV decreases.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 9—Leases (continued)

The Aviation Department as a lessor, recognized a lease receivable and a deferred inflow of resources related to these long-term noncancelable concessions, building and land lease agreements. The discount rate used to measure the lease receivable was the Aviation Department's weighted average incremental borrowing rate, and the lease receivable was measured at the present value of the lease payments expected to be received during the lease term. The variable components, such as usage-based payments, rental income not based on CPI or other market indices, and payments based on a percentage of the lessee's gross revenue, are not included in the lease receivable calculation.

At September 30, 2023, the Aviation Department recorded a lease receivable and deferred inflow of resources related to these concessions, building and land leases of approximately \$163.5 million and \$158.1 million, respectively. For fiscal year ended September 30, 2023, the Aviation Department recognized lease interest revenue of approximately \$7.0 million. The Aviation Department also recognized variable lease revenue of approximately \$142.4 million during fiscal year ended September 30, 2023, for payments excluded from the measurement of the lease receivable.

The future minimum lease payments included in the measurement of the lease receivable as of September 30, 2023 are as follows (in thousands):

<u>Years Ending September 30,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2024	\$ 4,315	\$ 6,871	\$ 11,186
2025	4,409	6,636	11,045
2026	3,311	6,464	9,775
2027	3,350	6,326	9,676
2028	3,537	6,198	9,735
2029-2033	18,879	28,515	47,394
2034-2038	9,338	25,240	34,578
2039-2043	5,334	24,028	29,362
2044-2048	6,572	22,791	29,363
2049-2053	8,128	21,235	29,363
2054-2058	10,033	19,329	29,362
2059-2063	12,385	16,977	29,362
2064-2068	15,281	14,081	29,362
2069-2073	18,847	10,489	29,336
2074-2078	23,216	6,077	29,293
2079-2083	15,168	1,640	16,808
Thereafter	1,424	20	1,444
	<u>\$ 163,527</u>	<u>\$ 222,917</u>	<u>\$ 386,444</u>

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 9—Leases (continued)

c. *Regulated Leases* – Regulated leases at the Aviation Department include agreements with passenger and cargo airlines, mail/shipping carriers, maintenance repair and overhaul companies, fixed based operators, general aeronautical services permittees, as well as companies providing services such as aircraft fueling, baggage handling, aircraft and flight support maintenance, flight communication and training, aircraft storage and tie-down, etc. The agreements, the terms of which expire 2022 through 2079, provide for fixed and/or variable rental payments and are designed to allow the Aviation Department to meet its debt service requirements and fund operating expenses. Rental rates are adjusted annually, and the majority of these agreements, including the Airline Use Agreement (“AUA”), are short-term, as they are cancelable by either party at any time with less than 12 months’ notice.

The AUA, which expires in 2033, establishes an airport system residual landing fee and defines the rights, services, and privileges granted to airlines while using the Airport and its facilities, including preferential gate assignments and usage. As of September 30, 2023, 89 of the 135 gates were subject to preferential use and 676,873 square feet of the 1,024,660 square feet of hold-room and circulation space was subject to exclusive use.

The Aviation Department has entered into long-term noncancelable agreements with cargo companies, fixed base operators and maintenance repair and overhaul companies. The terms of these agreements range up to 55 years and terminate no later than fiscal year 2079. The agreements provide for fixed rental payments based on square footage, and rates charges are adjusted annually as approved by the Board.

For fiscal year ended September 30, 2023, the Aviation Department recognized fixed revenue related to such long-term noncancelable regulated leases of approximately \$39.1 million, and minimum future rental receipts under such agreements as of September 30, 2023 are as follows (in thousands);

Years Ending September 30,

2024	\$ 43,805
2025	43,012
2026	38,512
2027	32,224
2028	30,467
2029-2033	132,252
2034-2038	97,034
2039-2043	53,834
2044-2048	41,326
2049-2053	16,650
2054-2058	11,418
2059-2063	8,844
2064-2068	8,844
2069-2073	8,844
2074-2078	8,844
Thereafter	1,769
	<u>\$ 577,679</u>

Under its regulated leases, the Aviation Department recognized variable lease revenue not previously included in the future minimum payments of approximately \$446.0 million for the year ended September 30, 2023. Due to the variable nature of the revenue from year-to-year, expected future receipts are undeterminable.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 10—Insurance

The Aviation Department, along with most other County departments, participates in the self-insurance program of the County for workers' compensation, automobile, and general liability insurance covering employees and officials of the County. The program is administered by the Risk Management Division of the Internal Services Department. Allocations of the self-insurance programs are based on the Aviation Department's claims history and administrative costs to adjudicate the claims. The long-term estimated liability for claims payable, including incurred but not reported, is recorded and retained at the County level. Therefore, such long-term liability is not included in the accompanying financial statements. The Aviation Department's long-term liability for workers' compensation and general liability is estimated to be approximately \$9.7 million as of September 30, 2023, based on an independent actuarial valuation. The short-term liability for claims payable in the amount of approximately \$1.1 million as of September 30, 2023, is included in due to County Agencies in the accompanying statement of net position.

The Aviation Department also pays premiums to commercial insurance carriers for airport liability insurance and property insurance. The airport liability coverage provides comprehensive general liability, contractual liability, and personal injury liability at all airports. The limit of liability is \$1 billion with a self-insured retention of \$50,000 per occurrence and an annual aggregate retention of \$500,000. The limit for personal injury is \$25 million per occurrence.

The property of the Aviation Department is insured under a County-wide master program that covers most County properties. The Aviation Department allocation is based on the value of the property of the Aviation Department as a percentage of the total value of the property insured. The limit is \$350 million countywide with a \$5 million deductible per occurrence for most perils and a \$200 million deductible for Named Storms. The sublimit for flood is \$50 million. Terrorism is included in the program with a limit of \$195 million. The Business Interruption limit for the Aviation Department is \$17.9 million during the fiscal year ending September 30, 2023.

There were no significant reductions in coverage. The amounts of insurance settlements during the past three fiscal years have not exceeded the Aviation Department's insurance coverage.

Note 11—Retirement benefits

Miami Dade County provides retirement benefits to its employees through the FRS and a Deferred Retirement Option Program (the "DROP"), as well as state approved OPEB in the form of subsidized health insurance premiums.

Florida Retirement System Overview – The County participates in the FRS. The FRS was created in Chapter 121, *Florida Statutes*, to provide a defined benefit pension plan for participating public employees. The FRS was amended in 1998 to add the DROP under the defined benefit plan and amended in 2000 to provide a defined contribution plan alternative to the defined benefit plan for FRS members effective October 1, 2002. This integrated, defined contribution pension plan is the FRS Investment Plan. Chapter 112, *Florida Statutes*, established the Retiree HIS Program, a cost-sharing, multiple-employer, defined benefit pension plan, to assist retired members of any state-administered retirement system in paying the costs of health insurance.

Essentially all regular employees of the County are eligible to enroll as members of the state-administered FRS. Provisions relating to the FRS are established by Chapters 121 and 122, *Florida Statutes*; Chapter 112, Part IV, *Florida Statutes*; Chapter 238, *Florida Statutes*; and FRS Rules, Chapter 60S, *Florida Administrative Code*; wherein eligibility, contributions, and benefits are defined and described in detail. Such provisions may be amended at any time by further action from the Florida Legislature.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 11—Retirement benefits (continued)

The FRS is a single retirement system administered by the Florida Department of Management Services, Division of Retirement, and consists of the two cost-sharing, multiple-employer defined benefit plans and other nonintegrated programs. An annual comprehensive financial report of the FRS, which includes its financial statements, required supplementary information, actuarial report, and other relevant information, is available from the Florida Department of Management Services' Website (http://www.dms.myflorida.com/workforce_operations/retirement/publications).

FRS Pension Plan

Plan Description – The FRS Pension Plan (the “FRS Plan”) is a cost-sharing, multiple-employer defined benefit pension plan, with DROP for eligible employees. The general classes of membership are as follows:

- Regular Class – Members of the FRS who do not qualify for membership in the other classes.
- Elected County Officers Class – Members who hold specified elective offices in local government.
- Senior Management Service Class (SMSC) – Members in senior management level positions.
- Special Risk Class – Members who are employed as law enforcement officers and meet the criteria to qualify for this class.

Employees enrolled in the FRS Plan prior to July 1, 2011 vest at six years of creditable service and employees enrolled in the FRS Plan on or after July 1, 2011 vest at eight years of creditable service. All vested members, enrolled prior to July 1, 2011, are eligible for normal retirement benefits at age 62 or at any age after 30 years of service (except for members classified as special risk who are eligible for normal retirement benefits at age 55 or at any age after 25 years of service). All members enrolled in the FRS Plan on or after July 1, 2011, once vested, are eligible for normal retirement benefits at age 65 or any time after 33 years of creditable service (except for members classified as special risk who are eligible for normal retirement benefits at age 60 or at any age after 30 years of service). Members of the FRS Plan may include up to four years of credit for military service toward creditable service.

The FRS Plan also includes an early retirement provision; however, there is a 5% benefit reduction for each year a member retires before his or her normal retirement date. The FRS Plan provides retirement, disability, death benefits, and annual cost-of-living adjustments to eligible participants.

DROP, subject to provisions of Section 121.091, *Florida Statutes*, permits employees eligible for normal retirement under the FRS Plan to defer receipt of monthly benefit payments while continuing employment for up to 60 calendar months with an FRS employer, or 96 months for certain instructional personnel. The election to participate in the DROP must have been made within 12 months of the employee's normal retirement date, unless the employee was eligible to defer the election. Senate Bill 7024 (SB 7024) modified these provisions and as of June 5, 2023, all eligible employees in a regularly established position can now elect to participate in DROP for a period not to exceed a maximum of 96 calendar months, at any time after an employee reached his or her normal retirement date. During the period of DROP participation, deferred monthly benefits are held in the FRS Trust Fund and accrue interest. The net pension liability does not include amounts for DROP participants, as these members are considered retired and are not accruing additional pension benefits.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 11—Retirement benefits (continued)

Benefits Provided – Benefits under the FRS Plan are computed on the basis of age and/or years of service, average final compensation, and service credit. Credit for each year of service is expressed as a percentage of the average final compensation. For members initially enrolled before July 1, 2011, the average final compensation is the average of the five highest fiscal years’ earnings; for members initially enrolled on or after July 1, 2011, the average final compensation is the average of the eight highest fiscal years’ earnings. The total percentage value of the benefit received is determined by calculating the total value of all service, which is based on the retirement class to which the member belonged when the service credit was earned. Members are eligible for in-line-of-duty or regular disability and survivors’ benefits. The following chart shows the percentage value for each year of service credit earned:

<u>Class, Initial Enrollment, and Retirement Age/Years of Service</u>	<u>% Value</u>
<i>Regular Class members initially enrolled before July 1, 2011</i>	
Retirement up to age 62 or up to 30 years of service	1.60
Retirement at age 63 or with 31 years of service	1.63
Retirement at age 64 or with 32 years of service	1.65
Retirement at age 65 or with 33 or more years of service	1.68
<i>Regular Class members initially enrolled on or after July 1, 2011</i>	
Retirement up to age 65 or up to 33 years of service	1.60
Retirement at age 66 or with 34 years of service	1.63
Retirement at age 67 or with 35 years of service	1.65
Retirement at age 68 or with 36 or more years of service	1.68
<i>Elected County Officers</i>	
Service as Supreme Court Justice, district court of appeal judge, circuit court judge, or county judge	3.33
Service as Governor, Lt. Governor, Cabinet Officer, Legislator, state attorney, public defender, elected county official, or elected official of a city or special district that chose EOC membership for its elected officials	3.00
<i>Senior Management Service Class</i>	2.00
<i>Special Risk Regular</i>	
Service from December 1, 1970 through September 30, 1974	2.00
Service on and after October 1, 1974	3.00

As provided in Section 121.101, *Florida Statutes*, if the member is initially enrolled in the FRS before July 1, 2011, and all service credit was accrued before July 1, 2011, the annual cost-of-living adjustment is 3% per year. If the member is initially enrolled before July 1, 2011, and has service credit on or after July 1, 2011, there is an individually calculated cost-of-living adjustment. The annual cost-of-living adjustment is a proportion of 3% determined by dividing the sum of the pre-July 2011 service credit by the total service credit at retirement multiplied by 3%. FRS Plan members initially enrolled on or after July 1, 2011 will not have a cost-of-living adjustment after retirement.

Miami-Dade County Allocation – The County allocated the FRS Plan amounts to the different departments based on their proportionate share of contributions to total contributions made by the County to the FRS during fiscal year 2023, (October 2022 through September 2023). The Aviation Department’s proportionate share of the contributions was 2.90% of the total contributions made by the County to the FRS during fiscal year 2023.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 11—Retirement benefits (continued)

Contributions – The Florida Legislature establishes contribution rates for participating employers and employees. Contribution rates in effect from July 1, 2022, through June 30, 2023, were as follows:

<u>Class</u>	<u>Percent of Gross Salary</u>	
	<u>Employee</u>	<u>Employer⁽¹⁾</u>
FRS, Regular	3.00%	11.91%
FRS, Elected County Officers	3.00%	57.00%
FRS, Senior Management Service	3.00%	31.57%
FRS, Special Risk Regular	3.00%	27.83%
DROP – Applicable to:		
Members from all of the above classes	0.00%	18.60%

⁽¹⁾ Employer rates include 1.66% for the postemployment health insurance subsidy. Also, employer rates, other than for DROP participants, include 0.06% for administrative costs of the Investment Plan.

Contribution rates in effect from July 1, 2023 through September 30, 2023 were as follows:

<u>Class</u>	<u>Percent of Gross Salary</u>	
	<u>Employee</u>	<u>Employer⁽¹⁾</u>
FRS, Regular	3.00%	13.57%
FRS, Elected County Officers	3.00%	58.68%
FRS, Senior Management Service	3.00%	34.52%
FRS, Special Risk Regular	3.00%	32.67%
DROP – Applicable to:		
Members from all of the above classes	0.00%	21.13%

⁽¹⁾ Employer rates include 2.00% for the postemployment health insurance subsidy. SB 7024 increased the HIS contribution rate to 2.00% of employer payroll, effective July 1, 2023. Also, employer rates, other than for DROP participants, include 0.06% for administrative costs of the Investment Plan.

The Aviation Department's contributions for FRS totaled \$12.0 million and employee contributions totaled \$2.3 million for the fiscal year ended September 30, 2023.

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions – At September 30, 2023, the Aviation Department reported a liability of \$93.5 million for its proportionate share of the FRS Plan's net pension liability. The net pension liability was measured as of June 30, 2023, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of July 1, 2023. The Aviation Department's proportionate share of the net pension liability was based on the Aviation Department's 2022-2023 fiscal year contributions relative to the 2022-2023 fiscal year contributions of all participating members of the FRS Plan. At June 30, 2023, the Aviation Department's proportionate share was 0.2347%, which was an increase of 0.0052% from its proportionate share of 0.2295% measured at June 30, 2022.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 11—Retirement benefits (continued)

For the fiscal year ended September 30, 2023, the Aviation Department recognized pension expense of \$19.8 million, related to the FRS Plan. In addition, for the year ended September 30, 2023, the Aviation Department reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources (in thousands):

<u>Description</u>	<u>Deferred Outflows of Resources</u>	<u>Deferred Inflows of Resources</u>
Differences between expected and actual experience	\$ 8,779	\$ -
Change of assumptions	6,096	-
Net difference between projected and actual earnings on FRS pension plan investments	3,905	-
Changes in proportion and differences between Aviation Department FRS contributions and proportionate share of contributions	1,635	411
Aviation Department FRS contributions subsequent to the measurement date	2,891	-
	<u>\$ 23,306</u>	<u>\$ 411</u>

The deferred outflows of resources related to pensions, totaling \$2.9 million, resulting from Aviation Department's contributions to the FRS Plan subsequent to the measurement date, will be recognized as a reduction of the net pension liability in the fiscal year ending September 30, 2024. Changes in the net pension liability arising from experience gains/losses, assumption changes, and differences between projected and actual earnings on investments must be recognized in expense over a period of years. Those amounts that are not recognized in expense during the current reporting period, are accounted for as deferred outflows and inflows of resources. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense as follows (in thousands):

<u>Fiscal Years Ending September 30,</u>	<u>Deferred Outflows (Inflows), Net</u>
2024	\$ 2,901
2025	(752)
2026	15,635
2027	1,744
2028	476
	<u>\$ 20,004</u>

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 11—Retirement benefits (continued)

Actuarial Assumptions – The FRS pension actuarial valuation was determined using the following actuarial assumptions, as of July 1, 2023, applied to all periods included in the measurement:

Inflation	2.40%
Salary Increases	3.25%, average, including inflation
Investment rate of return	6.70%, net of pension plan investment expense, including inflation
Discount rate	6.70%

Mortality rates were based on the PUB2010 base tables (varies by member category and sex). Projected generationally with scale MP-2018 details.

The actuarial assumptions that determined the total pension liability as of June 30, 2023 were based on the results of an actuarial experience study for the period July 1, 2013 through June 30, 2018.

Long-Term Expected Rate of Return – The long-term expected rate of return on pension plan investments was not based on historical returns, but instead is based on a forward-looking capital market economic model. The allocation policy’s description of each asset class was used to map the target allocation to the asset classes shown below. Each asset class assumption is based on a consistent set of underlying assumptions and includes an adjustment for the inflation assumption. The target allocation and best estimates of arithmetic and geometric real rates of return for each major asset class are summarized in the following table:

Asset Class	Target Allocation ⁽¹⁾	Annual Arithmetic Return	Compound Annual (Geometric) Return	Standard Deviation
Cash	1.00%	2.90%	2.90%	1.10%
Fixed income	19.80%	4.50%	4.40%	3.40%
Global equity	54.00%	8.70%	7.10%	18.10%
Real estate (property)	10.30%	7.60%	6.60%	14.80%
Private equity	11.10%	11.90%	8.80%	26.30%
Strategic investments	3.80%	6.30%	6.10%	7.70%
	<u>100.00%</u>			
Assumed inflation - mean			2.40%	1.40%

Note: ⁽¹⁾ As outlined in the plan's investment policy.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 11—Retirement benefits (continued)

Discount Rate – The discount rate used to measure the total pension liability was 6.70%. The projection of cash flows used to determine the discount rate assumed that employee contributions will be made at the current contribution rate and that contributions will be made at the statutorily required rates. The FRS Plan’s fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore, the discount rate for calculating the total pension liability is equal to the long-term expected rate of return. The FRS Actuarial Assumption Conference is responsible for setting the assumptions used in the valuations of the defined benefit pension plans pursuant to Section 216.136(10), *Florida Statutes*. The 6.70% rate of return assumption used in the June 30, 2023 calculations was determined by the FRS Plan’s consulting actuary to be reasonable and appropriate per Actuarial Standard of Practice No. 27 (ASOP 27) for accounting purposes which differs from the rate used for funding purposes which is used to establish the contribution rates for the FRS Plan.

Sensitivity of the Aviation Department’s Proportionate Share of the Net Position Liability to Changes in the Discount Rate – The following presents the Aviation Department’s proportionate share of the net pension liability calculated using the discount rate of 6.70%, as well as what the Aviation Department’s proportionate share of the net pension (asset) liability would be if it were calculated using a discount rate that is one percentage point lower (5.70%) or one percentage point higher (7.70%) than the current rate (in thousands):

	1% Decrease (5.70%)	Current Discount Rate (6.70%)	1% Increase (7.70%)
Aviation Department’s proportionate share of the net pension liability	\$ 159,729	\$ 93,507	\$ 38,104

Pension Plan Fiduciary Net Position – Detailed information about the Plan’s fiduciary net position is available in the separately issued FRS Pension Plan and Other State Administered Systems Annual Comprehensive Financial Report.

Payables to the Pension Plan – At September 30, 2023, the Aviation Department reported no payables for the outstanding amount of contributions to the FRS Plan.

The Retiree HIS Program

Plan Description – The Retiree Health Insurance Subsidy Program (the “HIS Plan”) is a non-qualified cost-sharing, multiple-employer defined benefit pension plan established under Section 112.363, *Florida Statutes*, and may be amended by the Florida Legislature at any time. The benefit is a monthly payment to assist retirees of the state-administered retirement systems in paying their health insurance costs and is administered by the Division of Retirement within the Florida Department of Management Services.

Benefits Provided – For the period October 1, 2022 to June 30, 2023, eligible retirees and beneficiaries received a monthly HIS payment of \$5.00 for each year of creditable service completed at the time of retirement, with a minimum HIS payment of \$30.00 and a maximum HIS payment of \$150.00 per month, pursuant to Section 112.363, *Florida Statutes*. Effective July 1, 2023, SB 7024 modified the benefit levels and statutory contribution rate of the program. The legislation increased the level of monthly benefits from \$5.00 times years of service to \$7.50, with an increased minimum of \$45.00 and maximum of \$225.00 per month. The change applied to all years of service for both members currently in pay and members not yet in pay. To be eligible to receive a HIS Plan benefit, a retiree under a state-administered retirement system must provide proof of health insurance coverage, which may include Medicare.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 11—Retirement benefits (continued)

Miami-Dade County Allocation – The County allocated the HIS Plan amounts to the different departments based on their proportionate share of contributions to total contributions made by the County to the FRS during fiscal years 2023, (October 2022 through September 2023). The Aviation Department’s proportionate share of the contributions was 2.90% of the total contributions made by the County to the FRS during fiscal year 2023.

Contributions – The HIS Plan is funded by required contributions from FRS participating employers as set by the Florida Legislature. Employer contributions are a percentage of gross compensation for all active FRS members. For the fiscal year ended September 30, 2023, the HIS contribution for the period July 1, 2022 through June 30, 2023 and from July 1, 2023 through September 30, 2023 was 1.66% and 2.00%, respectively. SB 7024 increased the HIS contribution rate from 1.66% to 2.00% of employer payroll, effective July 1, 2023. The Aviation Department contributed 100% of its statutorily required contributions for the current fiscal year. The HIS Plan contributions are deposited in a separate trust fund from which payments are authorized. The HIS Plan benefits are not guaranteed and are subject to annual legislative appropriation. In the event the legislative appropriation or available funds fail to provide full subsidy benefits to all participants, benefits may be reduced or canceled.

The Aviation Department’s contributions to the HIS Plan totaled \$1.3 million for the fiscal year ended September 30, 2023.

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions – At September 30, 2023, the Aviation Department reported a net pension liability of \$31.1 million for its proportionate share of the HIS Plan’s net pension liability. The total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of July 1, 2022. The Aviation Department’s proportionate share of the net pension liability was based on the Aviation Department’s 2022-2023 fiscal year contributions relative to the total 2022-2023 fiscal year contributions of all participating members of the HIS Plan. At June 30, 2023, the Aviation Department’s proportionate share was 0.1956%, which was an increase of 0.0033% from its proportionate share of 0.1923% measured as of June 30, 2022.

For the fiscal year ended September 30, 2023, the Aviation Department recognized pension expense of \$12.0 million, related to the HIS Plan. In addition, for the year ended September 30, 2023, the Aviation Department reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources (in thousands):

Description	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	\$ 455	\$ 73
Change of assumptions	818	2,692
Net difference between projected and actual earnings on HIS pension plan investments	16	-
Changes in proportion and differences between Aviation Department HIS contributions and proportionate share of HIS contributions	988	50
Aviation Department contributions subsequent to the measurement date	351	-
	<u>\$ 2,628</u>	<u>\$ 2,815</u>

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 11—Retirement benefits (continued)

The deferred outflows of resources related to pensions, totaling \$0.4 million, resulting from the Aviation Department’s contributions to the HIS Plan subsequent to the measurement date will be recognized as a reduction of the net pension liability in the fiscal year ended September 30, 2024. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense as follows (in thousands):

<u>Fiscal Years Ending September 30,</u>	Deferred Outflows (Inflows), Net
2024	\$ 15
2025	78
2026	(55)
2027	(362)
2028	(206)
Thereafter	(8)
	<u>\$ (538)</u>

Actuarial Assumptions – The HIS pension as of July 1, 2023 actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation	2.40%
Salary Increases	3.25%, average, including inflation
Discount Rate	3.65%

Mortality rates were based on the Generational PUB-2010 with Projection Scale MP-2018.

The actuarial assumptions used that determined the total pension liability as of June 30, 2023, were based on the results of an actuarial experience study for the period July 1, 2013 through June 30, 2018.

Discount Rate – The discount rate used to measure the total pension liability was 3.65%. In general, the discount rate for calculating the total pension liability is equal to the single rate equivalent to discounting at the long-term expected rate of return for benefit payments prior to the projected depletion date. Because the HIS benefit is essentially funded on a pay-as-you-go basis, the depletion date is considered to be immediate, and the single equivalent discount rate is equal to the municipal bond rate selected by the HIS Plan sponsor. The Bond Buyer General Obligation 20-Bond Municipal Bond Index was adopted as the applicable municipal bond index.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 11—Retirement benefits (continued)

Sensitivity of the Aviation Department’s Proportionate Share of the Net Pension Liability to Changes in the Discount Rate – The following presents the Aviation Department’s proportionate share of the net pension liability calculated using the discount rate of 3.65%, as well as what the Aviation Department’s proportionate share of the net pension liability would be if it were calculated using a discount rate that is one percentage point lower (2.65%) or one percentage point higher (4.65%) than the current rate (in thousands):

	1% Decrease (2.65%)	Current Discount Rate (3.65%)	1% Increase (4.65%)
Aviation Department's proportionate share of the net pension liability	\$ 35,443	\$ 31,067	\$ 27,440

Pension Plan Fiduciary Net Position – Detailed information about the HIS Plan’s fiduciary net position is available in the separately issued FRS Pension Plan and Other State Administered Systems Annual Comprehensive Financial Report.

Payables to the Pension Plan – At September 30, 2023, the Aviation Department reported no payables for the outstanding amount of contributions to the HIS Plan.

Aggregate Amount of Pension Expenses – The aggregate amount of net pension liabilities, related deferred outflows of resources and deferred inflow of resources, and pension expense for the Aviation Department FRS and HIS pension plans are summarized below (in thousands):

<u>Pension Plans</u>	Net Pension Liability	Deferred Outflows of Resources	Deferred Inflows of Resources	Pension Expense
FRS Pension Plan	\$ 93,507	\$ 23,306	\$ 411	\$ 8,842
HIS Plan	31,067	2,628	2,815	10,783
	\$ 124,574	\$ 25,934	\$ 3,226	\$ 19,625

FRS – Defined Contribution Pension Plan

The County contributes to the FRS Defined Contribution Investment Plan (the “Investment Plan”). The Investment Plan is administered by the State Board of Administration (“SBA”) and is reported in the SBA’s annual financial statements and in the state of Florida Annual Comprehensive Financial Report.

As provided in Section 121.4501, *Florida Statutes*, eligible FRS members may elect to participate in the Investment Plan in lieu of the FRS defined-benefit plan. County employees participating in the DROP are not eligible to participate in the Investment Plan. Employer and employee contributions, including amounts contributed to individual member’s accounts, are defined by law, but the ultimate benefit depends in part on the performance of investment funds. Benefit terms, including contribution requirements, for the Investment Plan are established and may be amended by the Florida Legislature. The Investment Plan is funded with the same employer and employee contribution rates that are based on salary and membership class (Regular Class, Elected County Officers, etc.) as the FRS defined benefit plan. Contributions are directed to individual member accounts, and the individual members allocate contributions and account balances among various approved investment choices.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
 AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
 NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 11—Retirement benefits (continued)

Allocations to the investment members’ accounts, as established by Section 121.72, *Florida Statutes*, during the 2022-2023 fiscal year were as follows:

<u>Membership Class</u>	<u>Percent of Gross Compensation</u>
FRS, Regular	11.30%
FRS, Elected County Officers	16.34%
FRS, Senior Management Service	12.67%
FRS, Special Risk Regular	19.00%

For all membership classes, employees are immediately vested in their own contributions and are vested after one year of service for employer contributions and investment earnings. If an accumulated benefit obligation for service credit originally earned under the FRS Pension Plan is transferred to the Investment Plan, the member must have the years of service required for FRS Pension Plan vesting (including the service credit represented by the transferred funds) to be vested for these funds and the earnings on the funds. Non-vested employer contributions are placed in a suspense account for up to five years. If the employee returns to FRS-covered employment within the five-year period, the employee will regain control over their account. If the employee does not return within the five-year period, the employee will forfeit the accumulated account balance. Costs of administering the Investment Plan, including the FRS Financial Guidance Program, are funded through an employer contribution of 0.06% from July 1, 2020 through September 30, 2023 and by forfeited benefits of Investment Plan members. For the fiscal year ended September 30, 2023, the information for the amount of forfeitures was unavailable from the SBA; however, management believes these amounts, if any, would be immaterial to the County.

After termination and applying to receive benefits, the member may rollover vested funds to another qualified plan, structure a periodic payment under the Investment Plan, receive a lump-sum distribution, leave the funds invested for future distribution, or any combination of these options. Disability coverage is provided under the Investment Plan if the member becomes permanently and totally disabled. The member must transfer the account balance to the FRS Trust Fund when approved for disability retirement to receive guaranteed lifetime monthly benefits under the FRS Pension Plan.

The Aviation Department’s Investment Plan pension contributions totaled approximately \$1.8 million and employee contributions totaled approximately \$0.8 million for the fiscal year ended September 30, 2023.

Note 12—Commitments and contingencies

a. Environmental Matters – In August 1993, the Aviation Department and the Dade County Department of Environmental Resources Management (“DERM”) entered into a Consent Order. Under the Consent Order, the Aviation Department was required to correct environmental violations resulting from various tenants’ failure to comply with their environmental obligations at the airport including those facilities previously occupied by Eastern Airlines (“Eastern”) and Pan Am Airlines (“Pan Am”). In addition, the Aviation Department had a preliminary study performed by an independent engineering firm to estimate the cost to correct the environmental violations noted in the Consent Order. This study was used as a basis to record the environmental remediation liability as of September 30, 1993.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 12—Commitments and contingencies (continued)

In each subsequent year, the Aviation Department has received an updated study performed by an independent engineering firm to further update the estimated costs to correct the environmental violations noted in the Consent Order based on additional information and further refinement of estimated costs to be incurred.

As a result of the updated study and costs incurred in fiscal year 2023, the total cumulative estimate to correct such violations was approximately \$203.6 million. This estimate allows for uncertainties as to the nature and extent of environmental reparations and the methods, which must be employed for the remediation. The cumulative amount of environmental expenditures spent through September 30, 2023, approximated \$161.4 million. The Aviation Department has also spent approximately \$56.3 million in other environmental-related projects not part of any Consent Order.

During fiscal year 1998, a Consent Order (“FDEP Consent Order”) was signed with the state of Florida Department of Environmental Protection (“FDEP”). The FDEP Consent Order encompasses and replaces the DERM agreement and includes additional locations. The FDEP Consent Order includes all locations at MIA that are contaminated as well as additional sites where contamination is suspected. The Aviation Department included other sites where contamination is suspected in the FDEP Consent Order under a Protective Filing. If contamination is documented at these sites, the State would be required to incur the costs of remediation. Because the State will be required to pay for remediation of sites filed in the Protective Filing and because the contamination at the sites is unknown, an accrual amount is not reflected in the Opinion of Cost report or in the accompanying financial statements.

Currently, the County has several pending lawsuits in State Court against the Potentially Responsible Parties (“PRP”) and insurers to address recovery of past and future damages associated with the County’s liability under the FDEP Consent Order. As of September 30, 2023, the Aviation Department has received approximately \$60.4 million from the State, insurance companies, and PRPs.

The outstanding liability amount at September 30, 2023 was approximately \$42.2 million, representing the unexpended environmental remediation costs based on the Opinion of Cost performed by an independent engineering firm. At September 30, 2023, the long-term liability was approximately \$33.6 million, and the short-term liability was approximately \$8.6 million. Management has allocated a portion of bond proceeds to fund this obligation and believes the remaining amount can be funded from recoveries and the operations of the Aviation Department. The liability recorded by the Aviation Department does not include an estimate of any environmental violations at the three general aviation airports or at the two training airports. Management is not aware of any such liabilities, and the occurrence of any would not be material to the financial statements.

In addition to the studies conducted to determine the environmental damage to the sites occupied by Eastern and Pan Am, the Aviation Department caused studies to be performed to determine the amount required to remove or otherwise contain the asbestos in certain buildings occupied by the airlines. The Aviation Department has also estimated the amount required to remove or otherwise contain the asbestos in buildings other than those formerly occupied by Eastern and Pan Am. The studies that estimate the cost to correct such damage related to all buildings were assessed at approximately \$4.5 million. The Aviation Department has no intention of correcting all assessed damage related to asbestos in the near future as they pose no imminent danger to the public. Specific issues will be addressed when and if the Aviation Department decides to renovate or demolish related buildings. At such time, the Aviation Department will obligate itself to the cleanup or asbestos abatement. As emergencies or containment issues may arise from this condition, they will be isolated and handled on a case-by-case basis as repair and maintenance. Such amounts do not represent a liability of the Aviation Department until such time as a decision is made by the Aviation Department’s management to make certain modifications to the buildings, which would require the Aviation Department to correct such matters. As such, no amounts are recorded as of September 30, 2023.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 12—Commitments and contingencies (continued)

The nature of ground and groundwater contamination at MIA can be divided into two categories: petroleum-related contamination and hazardous/nonhazardous contamination. The Opinion of Cost is divided in three large areas: the Inland Protection Trust Fund (“IPTF”), which was created by the state of Florida to deal with contamination related to petroleum products in sites that qualified for that program; the non-IPTF contamination relates to other sites that might include petroleum as well as hazardous/nonhazardous-related contamination; and the non-consent items, which can be either of the two above but were not specifically listed in the Consent Order.

The table below summarizes the remediation liability by nature of contaminant as of September 30, 2023:

<u>Nature of Contamination</u>	<u>IPTF</u>	<u>Non-IPTF</u>	<u>Nonconsent</u>	<u>Totals</u>
Petroleum	\$ 3,375,000	\$ -	\$ -	\$ 3,375,000
Hazardous/nonhazardous	-	35,350,000	3,455,000	38,805,000
	<u>\$ 3,375,000</u>	<u>\$ 35,350,000</u>	<u>\$ 3,455,000</u>	<u>\$ 42,180,000</u>

b. *Other Commitments and Contingencies* – As of September 30, 2023, the Aviation Department had approximately \$188.3 million of construction commitments outstanding.

A number of claims and lawsuits are pending against the County relating to the Aviation Department resulting from the normal course of conducting its operations. However, in the opinion of management and the County Attorney, the ultimate outcome of such actions will not have a material, adverse effect on the financial position of the Aviation Department.

The Aviation Department receives grants from federal and state financial assistance programs, which are subject to audit and adjustment by the grantor agencies. It is the opinion of management that no material liabilities will result to the Aviation Department from any such audit.

In a quitclaim deed dated December 20, 2011, the Rental Car Facility (“RCF”) at the Miami Intermodal Center (MIC) adjacent to the airport was conveyed to the County through its Aviation Department by FDOT. The conveyance was recorded in the amount of approximately \$393.3 million (\$42 million for the land and \$351.3 million for the building and improvements), which represented the acquisition value at the date of the conveyance. The quitclaim deed requires the RCF to be used as a rental car facility. In the event it ceases to be used as such, all property rights in it revert to FDOT.

The RCF was designed and constructed by FDOT, which borrowed \$270 million from the United States Department of Transportation (USDOT) under the TIFIA loan program. The loan will be repaid through the collection of Customer Facility Charges (“CFC”) and contingent rent, if needed, from car rental company customers using the RCF. The car rental companies remit these funds directly to the Fiscal Agent servicing the loan; the CFCs are not revenue of the Aviation Department. The County and the Aviation Department do not own nor do they have access to accounts held by the Fiscal Agent. The repayment of the TIFIA loan is not secured by any Aviation Department revenue and in no event will the Aviation Department be required to use any airport revenue for the payment of debt service on the RCF portion of the TIFIA loan or any additional RCF financing.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 13—Postemployment benefits other than pensions

a. *Plan Description* – The County administers a single-employer defined-benefit healthcare plan (the Plan) that provides postretirement medical, hospital, pharmacy, and dental coverage to retirees as well as their eligible spouses and dependents. Benefits are provided through the County’s group health insurance plan, which covers both active and retired members. Benefits are established and may be amended by the Miami-Dade County Board of County Commissioners (the “BCC”), who’s powers derive from F.S. 125.01(3)(a). The Plan does not issue a publicly available financial report.

Participation in the Plan consisted of the following at September 30, 2023:

Actives	29,150
Retirees under age 65	2,704
Eligible spouses under age 65	205
Retirees age 65 and over	1,223
Eligible spouses age 65 and over	85
	33,367

Eligibility: To be eligible to receive retiree medical and dental benefits, participants must be eligible for retirement benefits under FRS and pay required contributions.

- Regular Class Employees (all employees not identified as members of the Special Risk Class) hired prior to July 1, 2011 are eligible for postemployment benefits at age 62 with six years of service, or with 30 years of service at any age. Eligibility for reduced retirement is six years of service at any age. Those hired after July 1, 2011 are eligible at age 65 with eight years of service, or 33 years of service at any age.
- Special Risk Employees (Police Officers, Firefighters, and Corrections Officers) that were hired prior to July 1, 2011 are eligible for postemployment benefits at age 55 with six years of service, or with 25 years of service at any age. Eligibility for reduced retirement is six years of service at any age. Those hired after July 1, 2011 are eligible at age 60 with eight years of service, or 30 years of service at any age.

Benefits:

Eligible pre-Medicare retirees receive healthcare coverage through one of the four self-funded medical plans:

- AvMed POS
- AvMed HMO High
- AvMed HMO Select
- Jackson First HMO

Retirees may continue coverage beyond Medicare eligibility by enrolling in one of the County-sponsored, self-insured Medicare Supplemental plans provided by AvMed. The County only contributes to post-65 retirees electing one of these plans.

- AvMed Medicare Supplement Low Option with RX
- AvMed Medicare Supplement High Option with RX
- AvMed Medicare Supplement High Option without RX

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 13—Postemployment benefits other than pensions (continued)

b. Funding Policy – The County contributes to both the pre-65 and post-65 retiree medical coverage. Medical contributions vary based on plan and tier. Retirees pay the full cost of dental coverage. The postretirement medical is currently funded on a pay-as-you go basis (i.e., Miami-Dade County funds on a cash basis as benefits are paid). The County's contribution is the actual pay-as-you-go postemployment benefit payments less participant contributions for the period October 1, 2022 to September 30, 2023. No assets have been segregated and restricted to provide postretirement benefits.

Contributions are required for both retiree and dependent coverage. Retirees contribute a portion of the full active premium equivalent rates for health coverage. The full monthly premiums, retiree contribution amounts, and the County subsidies effective January 1, 2023 through December 31, 2023 are provided in the tables on the next page. The County subsidy is assumed to remain flat.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 13—Postemployment benefits other than pensions (continued)

PRE MEDICARE PREMIUM EQUIVALENT RATES

January 1 through December 31, 2023			
AvMed HMO High	Full Premium	County Subsidy	Retiree Contribution
Retiree Only	896.50	204.36	692.14
Retiree + Spouse	1,881.58	360.38	1,521.20
Retiree + Child(ren)	1,742.82	339.47	1,403.35
Retiree + Family	2,294.72	418.43	1,876.29
AvMed POS	Full Premium	County Subsidy	Retiree Contribution
Retiree Only	1,733.20	177.80	1,555.40
Retiree + Spouse	3,299.70	302.75	2,996.95
Retiree + Child(ren)	3,023.97	175.12	2,848.85
Retiree + Family	4,478.91	711.37	3,767.54
AvMed POS	Full Premium	County Subsidy	Retiree Contribution
Retiree Only	833.71	204.36	629.35
Retiree + Spouse	1,749.91	360.38	1,389.53
Retiree + Child(ren)	1,620.80	339.47	1,281.33
Retiree + Family	2,134.10	418.43	1,715.67
Jackson First HMO	Full Premium	County Subsidy	Retiree Contribution
Retiree Only	708.65	204.36	504.29
Retiree + Spouse	1,487.42	360.38	1,127.04
Retiree + Child(ren)	1,377.68	339.47	1,038.21
Retiree + Family	1,813.98	418.43	1,395.55

MEDICARE RETIREE PREMIUM EQUIVALENT RATES

January 1 through December 31, 2023			
Med Supp High	Full Premium	County Subsidy	Retiree Contribution
Retiree Only	994.13	233.58	760.55
Retiree + Spouse 65+	1,703.11	260.15	1,442.96
Med Supp Low	Full Premium	County Subsidy	Retiree Contribution
Retiree Only	887.77	208.59	679.18
Retiree + Spouse 65+	1,520.98	232.33	1,288.65
Med Supp High No Rx	Full Premium	County Subsidy	Retiree Contribution
Retiree Only	432.12	101.53	330.59
Retiree + Spouse 65+	740.31	113.08	627.23

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 13—Postemployment benefits other than pensions (continued)

c. *Total OPEB Liability* – The Aviation Department’s total OPEB liability of approximately \$28.5 million was measured as of September 30, 2023, and was determined by an actuarial valuation as of that date.

d. *Actuarial Assumptions and Other Inputs* – The total OPEB liability in the September 30, 2023 actuarial valuation was determined using the following actuarial assumptions and other inputs, applied to all periods included in the measurement unless otherwise specified:

Valuation date	September 30, 2022
Measurement date	September 30, 2023
Discount rate	4.09% per annum
Salary increases rate	3.0% per annum
Actuarial cost method	Entry age normal based on level percentage of projected salary.
Amortization method	14.4 years
Healthcare cost trend rates	Medical/Rx 7.0% select to 4.0% ultimate
Retirees' share of benefit-related costs	22.93%
Mortality tables	Pub-2010, headcount weighted base mortality table, 'projected generationally using Scale MP-2021, 'applied on a gender-specific and job class basis '(teacher, safety, or general, as applicable).

The discount rate was based on the Bond Buyer 20-Bond GO index.

The actuarial assumptions used in the September 30, 2023 roll-forward actuarial valuation were based on FRS's valuation assumptions as of July 1, 2021 and the County’s claim experience as of June 2022.

e. *Changes in Total OPEB Liability* – Changes in the Aviation Department’s total OPEB liability for the year ended September 30, 2023 are as follows (in thousands):

Balance at September 30, 2022	\$ 26,153
Charges for the year:	
Service cost	2,914
Interest	2,464
Change in assumptions or other inputs	(360)
Difference between expected and actual experience	-
Benefits payments	(2,691)
Balance at September 30, 2023	<u>\$ 28,480</u>

The increase in the total OPEB liability for the year ended September 30, 2023 is mostly due to changes in actuarial assumptions.

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
NOTES TO THE FINANCIAL STATEMENTS**

SEPTEMBER 30, 2023

Note 13—Postemployment benefits other than pensions (continued)

Sensitivity of the Total OPEB Liability to Changes in the Discount Rate – The following presents the total OPEB liability of the Aviation Department, as well as what the Aviation Department’s total OPEB liability would be if it were calculated using a discount rate that are one percentage point lower or one percentage point higher than the current discount rate (in thousands):

	1% Decrease (3.09%)	Current Discount Rate (4.09%)	1% Increase (5.09%)
Total OPEB liability	\$ 30,666	\$ 28,480	\$ 26,484

Sensitivity of the Total OPEB Liability to Changes in the Healthcare Cost Trend – The following presents the total OPEB liability of the Aviation Department, as well as what the Aviation Department’s total OPEB liability would be if it were calculated using healthcare cost trend rates that are one percentage point lower or one percentage point higher than the current healthcare trend rates (in thousands):

	1% Decrease (6.0% initial to 3.0%)	Current Trend (7.0% initial to 4.0%)	1% Increase (8.0% initial to 5.0%)
Total OPEB liability	\$ 26,750	\$ 28,480	\$ 30,400

f. OPEB Expense and Deferred Outflows of Resources and Deferred Inflows of Resources – For the year ended September 30, 2023, the Aviation Department recognized OPEB expense of \$3.1 million. At September 30, 2023, the Aviation Department reported deferred outflows of resources and deferred inflows of resources related to OPEB from the following sources (in thousands):

Description	Deferred Outflows of Resources	Deferred Inflows of Resources
Changes in assumptions or other inputs	\$ 4,943	\$ 2,899
Differences between expected and actual experience	1,110	745
	<u>\$ 6,053</u>	<u>\$ 3,644</u>

Amounts reported as deferred outflows of resources and deferred inflows of resources related to OPEB will be recognized in OPEB expense as follows (in thousands):

	Deferred Outflows (Inflows), Net
2024	\$ 388
2025	388
2026	388
2027	388
2028	388
Thereafter	469
	<u>\$ 2,409</u>

REQUIRED SUPPLEMENTARY INFORMATION

**MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
FLORIDA RETIREMENT SYSTEM – SCHEDULES OF EMPLOYER CONTRIBUTIONS (UNAUDITED)**

SEPTEMBER 30, 2023 (IN THOUSANDS)

	<u>2023</u>	<u>2022</u>	<u>2021</u>	<u>2020</u>	<u>2019</u>	<u>2018</u>	<u>2017</u>	<u>2016</u>	<u>2015</u>
Contractually required FRS contribution	\$ 11,978	\$ 10,843	\$ 9,520	\$ 8,008	\$ 6,978	\$ 6,363	\$ 5,846	\$ 5,609	\$ 5,229
FRS contribution in relation to the contractually required contribution	<u>11,978</u>	<u>10,843</u>	<u>9,520</u>	<u>8,008</u>	<u>6,978</u>	<u>6,363</u>	<u>5,846</u>	<u>5,609</u>	<u>5,229</u>
FRS contribution deficiency (excess)	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Miami-Dade County Aviation Department's covered payroll	\$ 112,670	\$ 106,509	\$ 101,513	\$ 101,453	\$ 93,698	\$ 90,624	\$ 89,272	\$ 87,034	\$ 81,844
FRS contribution as a percentage of covered payroll	10.63%	10.18%	9.38%	7.89%	7.45%	7.02%	6.55%	6.44%	6.39%

Note: The amounts presented for each fiscal year were determined as of the fiscal year-end date, September 30th.

Schedule is intended to show information for 10 years. Additional years will be displayed as they become available.

Unaudited - see accompanying report of independent auditor.

MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
 FLORIDA RETIREMENT SYSTEM – SCHEDULES OF EMPLOYER PROPORTIONATE SHARE OF NET PENSION LIABILITY
 AND RELATED RATIOS (UNAUDITED)

SEPTEMBER 30, 2023 (IN THOUSANDS)

	2023	2022	2021	2020	2019	2018	2017	2016	2015
Miami-Dade County Aviation Department's proportion of the FRS net pension liability	0.2347%	0.2295%	0.2188%	0.2173%	0.2041%	0.2028%	0.2201%	0.2198%	0.2145%
Miami-Dade County Aviation Department's proportionate share of the FRS net pension liability	\$ 93,507	\$ 85,376	\$ 16,525	\$ 94,175	\$ 70,292	\$ 61,090	\$ 65,109	\$ 55,498	\$ 27,704
Miami-Dade County Aviation Department's covered payroll	\$ 115,251	\$ 105,136	\$ 101,172	\$ 99,876	\$ 92,633	\$ 90,784	\$ 86,951	\$ 83,925	\$ 81,195
Miami-Dade County Aviation Department's proportionate share of the net pension liability as a percentage of its covered payroll	81.13%	81.21%	16.33%	94.29%	75.88%	67.29%	74.88%	66.13%	34.12%
FRS Plan fiduciary net position as a percentage of the total pension liability	82.38%	82.89%	96.40%	78.85%	82.61%	84.26%	83.89%	84.88%	92.00%

Note: The amounts presented for each fiscal year were determined as of the measurement date, June 30th.

Schedule is intended to show information for 10 years. Additional years will be displayed as they become available.

Unaudited - see accompanying report of independent auditor.

MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
SUPPLEMENTAL HEALTH INSURANCE SUBSIDY PENSION INFORMATION – SCHEDULES OF EMPLOYER
CONTRIBUTIONS (UNAUDITED)

SEPTEMBER 30, 2023 (IN THOUSANDS)

	<u>2023</u>	<u>2022</u>	<u>2021</u>	<u>2020</u>	<u>2019</u>	<u>2018</u>	<u>2017</u>	<u>2016</u>	<u>2015</u>
Contractually required HIS contribution	\$ 1,318	\$ 1,171	\$ 1,093	\$ 1,010	\$ 913	\$ 891	\$ 948	\$ 928	\$ 682
HIS contribution in relation to the contractually required contribution	1,318	1,171	1,093	1,010	913	891	948	928	682
HIS contribution deficiency (excess)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Miami-Dade County Aviation Department's covered payroll	\$ 86,492	\$ 82,344	\$ 78,589	\$ 80,273	\$ 74,646	\$ 71,907	\$ 70,477	\$ 68,821	\$ 65,131
HIS contribution as a percentage of covered payroll	1.52%	1.42%	1.39%	1.26%	1.22%	1.24%	1.35%	1.35%	1.05%

Note: The amounts presented for each fiscal year were determined as of the fiscal year-end date, September 30th.

Schedule is intended to show information for 10 years. Additional years will be displayed as they become available.

Unaudited - see accompanying report of independent auditor.

MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
 SUPPLEMENTAL HEALTH INSURANCE SUBSIDY PENSION INFORMATION – SCHEDULES OF EMPLOYER
 PROPORTIONATE SHARE OF NET PENSION LIABILITY AND RELATED RATIOS (UNAUDITED)

SEPTEMBER 30, 2023 (IN THOUSANDS)

	2023	2022	2021	2020	2019	2018	2017	2016	2015
Miami-Dade County Aviation Department proportion of the HIS net pension liability	0.1956%	0.1923%	0.1824%	0.1732%	0.1634%	0.1631%	0.1756%	0.1769%	0.1784%
Miami-Dade County Aviation Department's proportionate share of the HIS net pension liability	\$ 31,067	\$ 20,367	\$ 22,368	\$ 21,149	\$ 18,284	\$ 17,261	\$ 18,776	\$ 20,618	\$ 18,194
Miami-Dade County Aviation Department's covered payroll	\$ 88,897	\$ 81,192	\$ 78,675	\$ 79,234	\$ 73,746	\$ 72,088	\$ 68,481	\$ 66,497	\$ 64,806
Miami-Dade County Aviation Department's proportionate share of the net pension liability as a percentage of its covered payroll	34.95%	25.08%	28.43%	26.69%	24.79%	23.94%	27.42%	31.01%	28.07%
HIS Plan fiduciary net position as a percentage of the total pension liability	4.12%	4.81%	3.56%	3.00%	2.63%	2.15%	1.64%	0.97%	0.50%

Note: The amounts presented for each fiscal year were determined as of the measurement date, June 30th.

Schedule is intended to show information for 10 years. Additional years will be displayed as they become available.

Unaudited - see accompanying report of independent auditor

MIAMI-DADE COUNTY AVIATION DEPARTMENT
AN ENTERPRISE FUND OF MIAMI-DADE COUNTY, FLORIDA
POSTEMPLOYMENT BENEFITS OTHER THAN PENSIONS – SCHEDULES OF CHANGES
IN TOTAL LIABILITY AND RELATED RATIOS (UNAUDITED)

SEPTEMBER 30, 2023 (IN THOUSANDS)

	2023	2022	2021	2020	2019
Total OPEB Liability:					
Service cost	\$ 2,914	\$ 17,291	\$ 56	\$ 452	\$ 417
Interest	2,464	9,270	29	678	884
Change of assumptions or other inputs	(360)	(35,893)	(6)	5,860	3,272
Difference between expected and actual experience	-	18,561	-	(1,325)	-
Benefit payments	(2,691)	(14,690)	(61)	(1,169)	(1,390)
Net Change in Total OPEB Liability	2,327	(5,461)	18	4,496	3,183
Total OPEB liability - beginning	26,153	31,614	31,596	27,100	23,917
Total OPEB Liability - Ending	\$ 28,480	\$ 26,153	\$ 31,614	\$ 31,596	\$ 27,100
Covered-employee payroll	\$ 102,944	\$ 99,463	\$ 98,494	\$ 95,625	\$ 102,283
Total OPEB Liability as a Percentage of Covered-Employee Payroll	27.67%	26.29%	32.10%	33.04%	26.50%

There are no assets accumulated in a trust to pay related benefits.

Note: Schedule is intended to show information for 10 years. Additional years will be displayed as they become available.

Unaudited - see accompanying report of independent auditor.

2023
Annual Comprehensive Financial Report

(This page intentionally left blank)



Statistical Section

(Unaudited)



Miami-Dade Aviation Department
An Enterprise Fund of Miami-Dade County, Florida

2023
Annual Comprehensive Financial Report

(This page intentionally left blank)



Overview

The Statistical Section is divided into five areas: financial trend data; revenue capacity data; operating information; demographic and economic information; and debt capacity data. The source of all non-accounting data presented in the statistical section is Miami-Dade Aviation Department (Aviation Department) unless otherwise stated.

Financial Trend data shows changes in the Aviation Department's financial position:

- Aviation Department Schedules of Revenues and Expenses
- Aviation Department Statements of Net Position
- Aviation Department Changes in Cash and Cash Equivalents
- Aviation Department's Largest Sources of Revenue

Revenue Capacity data shows MIA's major revenue sources and changes in key rates and charges:

- Key Usage Fees and Charges
- Concession Revenue per Enplaned Passenger
- Parking Revenue per Enplaned Passenger
- Rental Car Revenue per Enplaned Passenger
- Terminal Rent Revenue per Enplaned Passenger
- Food and Beverage Revenues per Enplaned Passenger

Operating Information shows how the Airport has performed on an annual basis and within the airport market sector:

- Aviation Department Employee Strength
- Aircraft Operations
- Aircraft Landed Weight
- Passenger Enplanements
- Passenger Deplanements
- Enplanement Market Share by Airline by Fiscal Year
- Air Cargo Activity

Demographic and Economic Information shows the major drivers of usage and how the Airport service area is performing compared to the region and the nation:

- Miami-Dade County Population and Per Capita Personal Income
- Principal Employers in Miami-Dade County

Debt Capacity Information shows how the Airport is meeting its debt obligations and the relative level of debt:

- Revenue Bond Debt Service Coverage
- Outstanding Debt
- Long Term Debt per Enplaned Passenger
- Capital Assets

2023
Annual Comprehensive Financial Report

(This page intentionally left blank)



Aviation Department Schedules of Revenues and Expenses

Fiscal Years Ended September 30, 2014 to 2023

(In Thousands)
(Unaudited)

	2014	2015 ⁽¹⁾	2016	2017	2018 ⁽²⁾	2019	2020	2021	2022 ⁽³⁾	2023 ⁽⁴⁾
OPERATING REVENUES:										
Aviation Fees	\$374,929	\$381,872	\$395,586	\$372,977	\$384,989	\$390,299	\$233,166	\$309,109	\$443,330	\$430,709
Rentals	130,597	133,394	140,482	144,046	149,111	147,198	144,074	152,794	172,591	179,876
Commercial Operations:										
Management Agreements	80,325	79,925	78,010	73,624	73,595	72,147	41,409	46,830	84,568	94,822
Concessions	187,635	191,236	187,187	196,698	202,555	199,955	120,663	126,495	180,029	205,808
Other	5,003	4,850	16,128	12,229	11,259	10,963	14,450	9,217	12,753	12,569
Other Environmental Remediation	17,397	3,106	13,310	5,150	-	-	-	5,200	7,195	3,900
Total Operating Revenue	795,886	794,383	830,703	804,724	821,509	820,562	553,762	649,645	900,466	927,684
OPERATING EXPENSES:										
Operating Expenses	265,449	281,029	273,180	292,639	318,363	334,198	354,244	358,634	395,948	442,571
Operating Expenses for Environmental Remediation	993	504	889	368	2,621	10,842	10,433	3,914	5,375	2,990
Operating Expenses Under Management Agreements	19,691	18,547	16,753	15,964	18,041	19,152	17,647	15,900	19,733	23,858
Operating Expenses Under Operating Agreements	37,488	37,756	39,205	40,614	41,936	42,935	35,577	6,438	7,380	7,788
General and Administrative Expenses	83,693	88,143	82,769	87,773	93,387	93,236	92,287	95,916	105,618	110,235
Depreciation and Amortization	245,619	261,801	259,523	259,280	262,821	264,935	270,973	277,391	280,175	283,358
Total Operating Expenses	652,933	687,780	672,319	696,638	737,169	765,298	781,161	758,193	814,229	870,800
Operating Income (Loss)	142,953	106,603	158,384	108,086	84,340	55,264	(227,399)	(108,548)	86,237	56,884
NON-OPERATING REVENUES (EXPENSES):										
Interest Expense	(299,252)	(302,642)	(279,178)	(268,118)	(259,857)	(246,046)	(241,319)	(219,658)	(211,442)	(205,847)
Investment Income:										
Current Investments	1,701	1,936	2,213	2,318	5,735	8,781	2,456	54	3,553	28,467
Restricted Investments	3,784	3,807	3,684	3,478	8,526	20,356	4,725	124	(1,204)	36,343
Interest Income Lease	-	-	-	-	-	-	-	-	6,412	7,116
Passenger Facility Charges	72,630	79,799	77,431	88,914	82,242	96,785	52,655	63,719	100,363	110,336
Environmental Cost Recovery	-	-	-	175	21	22	12	-	-	-
Other Non-operating Revenue	10,366	3,180	7,556	2,314	2,935	3,040	189,082	62,657	35,998	134,047
Total Non-operating (Expenses) Revenues	(210,771)	(213,920)	(188,294)	(170,919)	(160,398)	(117,062)	7,611	(93,104)	(66,320)	110,462
Income (Loss) before Capital Contribution	(67,818)	(107,317)	(29,910)	(62,833)	(76,058)	(61,798)	(219,788)	(201,652)	19,917	167,346
Capital Contributions	34,716	91,444	44,022	48,525	372,822	61,550	31,425	34,802	44,191	24,667
Change in Net Position	(\$33,102)	(\$15,873)	\$14,112	(\$14,308)	\$296,764	(\$248)	(\$188,363)	(166,850)	64,108	192,013

⁽¹⁾ Amounts prior to fiscal year 2015 do not reflect the adoption of GASB Statement No. 68 and 71.

⁽²⁾ Amounts prior to fiscal year 2018 do not reflect the adoption of GASB Statement No. 75.

⁽³⁾ Amounts prior to fiscal year 2022 do not reflect the adoption of GASB Statement No. 87.

⁽⁴⁾ Amounts prior to fiscal year 2023 do not reflect the adoption of GASB Statement No. 94 and 96.



Aviation Department Statements of Net Position

Fiscal Years Ended September 30, 2014 to 2023

(In Thousands)
(Unaudited)

	2014	2015 ⁽¹⁾	2016	2017	2018 ⁽²⁾	2019	2020	2021	2022 ⁽³⁾	2023 ⁽⁴⁾
Current Assets	\$626,584	\$641,876	\$653,195	\$667,853	\$701,811	\$715,962	\$666,838	\$605,480	\$759,200	\$988,971
Noncurrent assets:										
Restricted assets	533,576	629,950	602,259	632,401	693,395	846,203	746,894	637,398	641,847	674,646
Capital assets, net	6,548,281	6,420,564	6,327,890	6,178,268	6,062,007	5,952,697	5,811,183	5,650,701	5,479,199	5,316,744
Lease receivable, net of current portion	-	-	-	-	-	-	-	-	163,527	159,212
PPP lease receivable, net of current portion	-	-	-	-	-	-	-	-	-	7,975
Other assets	53,663	34,567	19,466	7,372	4,692	2,762	1,198	-	-	-
Total assets	7,762,104	7,726,957	7,602,810	7,485,894	7,461,905	7,517,624	7,226,113	6,893,579	7,043,773	7,147,548
Deferred outflows of resources:										
Deferred outflows pension	-	7,703	27,710	33,835	30,706	28,365	33,211	21,003	27,373	25,934
Deferred outflows other post-employment benefit	-	-	-	-	-	3,327	8,605	7,661	6,512	6,053
Deferred loss on refundings	28,624	45,860	119,042	125,275	150,009	142,097	125,735	109,837	97,180	87,126
Total deferred outflows of resources	28,624	53,563	146,752	159,110	180,715	173,789	167,551	138,501	131,065	119,113
Current liabilities	77,882	89,178	80,850	88,462	85,073	85,774	94,367	91,856	99,776	103,673
Current liabilities payable from restricted assets	255,285	249,627	248,820	265,193	271,612	278,052	301,464	241,670	258,145	302,144
Noncurrent liabilities	6,436,411	6,477,934	6,449,246	6,332,650	6,048,480	6,092,420	5,954,166	5,763,953	5,707,378	5,558,791
Total liabilities	6,769,578	6,816,739	6,778,916	6,686,305	6,405,165	6,456,246	6,349,997	6,097,479	6,065,299	5,964,608
Deferred inflows of resources:										
Deferred inflows pension	-	10,136	2,889	5,250	7,648	5,744	1,462	59,376	3,872	3,226
Deferred inflows other post-employment benefit	-	-	-	-	1,241	1,105	2,250	2,120	3,687	3,644
Deferred inflows leases	-	-	-	-	-	-	-	-	164,767	158,133
Deferred inflow PPP	-	-	-	-	-	-	-	-	-	7,824
Total deferred inflows of resources	-	10,136	2,889	5,250	8,889	6,849	3,712	61,496	172,326	172,827
Net Position:										
Net investment in capital assets	257,124	181,930	32,462	65,879	327,993	250,623	212,137	132,468	24,800	(28,766)
Restricted	507,721	614,006	750,114	683,147	719,116	806,979	733,121	648,436	717,754	812,072
Unrestricted net Position	256,305	157,709	185,181	204,423	181,457	170,716	94,697	92,201	194,659	345,920
Total net Position	\$1,021,150	\$953,645	\$967,757	\$953,449	\$1,228,566	\$1,228,318	\$1,039,955	\$873,105	\$937,213	\$1,129,226

⁽¹⁾ Amounts prior to fiscal year 2015 do not reflect the adoption of GASB Statement No. 68 and 71.

⁽²⁾ Amounts prior to fiscal year 2018 do not reflect the adoption of GASB Statement No. 75.

⁽³⁾ Amounts prior to fiscal year 2022 do not reflect the adoption of GASB Statement No. 87.

⁽⁴⁾ Amounts prior to fiscal year 2023 do not reflect the adoption of GASB Statement No. 94 and 96.



Aviation Department Changes in Cash and Cash Equivalents

Fiscal Years Ended September 30, 2014 to 2023

(In Thousands)

(Unaudited)

	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023
Cash flows from operating activities:										
Cash received from customers and tenants	\$786,730	\$825,000	\$819,150	\$805,628	\$814,284	\$823,610	\$537,584	\$667,806	\$901,354	\$948,374
Cash paid to suppliers for goods and services	(311,578)	(301,459)	(289,935)	(301,698)	(332,063)	(351,427)	(320,496)	(349,206)	(372,558)	(395,258)
Cash paid to employees for services	(102,465)	(113,317)	(119,920)	(125,350)	(130,011)	(137,054)	(143,815)	(146,884)	(157,028)	(164,714)
Net cash provided by operating activities	\$372,687	\$410,224	\$409,295	\$378,580	\$352,210	\$335,129	\$73,273	\$171,716	\$371,768	\$388,402
Cash flows from capital and related financing activities:										
Proceeds from bonds issues and commercial paper	347,070	1,424,188	849,023	1,097,858	1,368,311	1,397,861	-	695,159	210,000	250,000
Principal paid on bonds, loans, and commercial paper	(432,668)	(1,417,092)	(864,907)	(1,157,755)	(1,372,429)	(1,332,549)	(140,520)	(826,930)	(292,775)	(365,575)
Interest paid on bonds, loans, and commercial paper	(308,048)	(328,150)	(371,986)	(297,890)	(315,369)	(258,317)	(240,862)	(235,103)	(225,971)	(222,443)
Purchase and construction of capital assets, net	(74,324)	(98,453)	(156,494)	(98,040)	(141,693)	(165,185)	(122,293)	(115,904)	(101,648)	(113,198)
Proceeds from sale of property	(458)	-	3,400	72	1,099	1,155	38	21	18	-
Capital contributed by federal and state governments	21,911	40,914	20,438	40,448	35,408	52,614	55,507	35,834	43,257	28,461
Passenger facility charges	69,482	82,593	82,353	81,145	85,373	96,673	56,203	56,155	97,580	109,146
Lease and PPP interest received	-	-	-	-	-	-	-	-	5,774	7,109
Principal paid on lease and subscription liabilities	-	-	-	-	-	-	-	-	(387)	(886)
Interest paid on lease and subscription liabilities	-	-	-	-	-	-	-	-	(289)	(360)
Proceeds from environmental reimbursements	6	-	-	175	21	22	12	-	-	-
Proceeds from North Terminal Program Claims	7,500	-	-	-	-	-	-	-	-	-
Financed purchase (payments) proceeds	(2,284)	(2,199)	(1,535)	(5,882)	47,602	(3,490)	(8,252)	(4,994)	(4,378)	(4,690)
Net cash (used in) provided by capital and related financing activities	(371,813)	(298,199)	(439,708)	(339,869)	(291,677)	(211,216)	(400,167)	(395,762)	(268,819)	(312,436)
Cash flows from non capital financing activities:										
Reimbursements received from government grants	2,860	3,180	1,317	2,314	2,935	3,040	189,082	62,657	36,299	134,422
Net cash provided by non capital financing activities	2,860	3,180	1,317	2,314	2,935	3,040	189,082	62,657	36,299	134,422
Cash flows from investing activities:										
Purchase of investments	(1,231,766)	(1,492,564)	(1,596,087)	(1,419,627)	(1,152,098)	(1,579,213)	(1,905,926)	(1,610,071)	(1,171,452)	(1,665,441)
Proceeds from sales and maturities of investments	1,153,302	1,495,548	1,494,721	1,436,653	1,252,064	1,729,974	1,848,497	1,671,978	1,057,614	1,661,881
Interest and dividends on investments	5,485	5,743	4,605	6,872	12,999	21,685	15,585	1,816	2,741	34,998
Net cash provided by (used in) investing activities	(72,979)	8,727	(96,761)	23,898	112,965	172,446	(41,844)	63,723	(111,097)	31,438
Net increase (decrease) in cash and cash equivalents	(69,245)	123,932	(125,857)	64,923	176,433	299,399	(179,656)	(97,666)	28,151	241,826
Cash and cash equivalents, beginning of year	\$716,510	\$647,265	\$771,197	\$645,340	\$710,263	\$886,696	\$1,186,095	\$1,006,439	\$908,773	\$936,924
Cash and cash equivalents, end of year	\$647,265	\$771,197	\$645,340	\$710,263	\$886,696	\$1,186,095	\$1,006,439	\$908,773	\$936,924	\$1,178,750



Aviation Department's Largest Sources of Revenue

Ten Largest Sources of Revenue
 Current Fiscal Year and Nine Years Previous
 (Unaudited)

Tenant/Management Company	2023			2014		
	Revenue	Rank	Percentage of Total Operating Revenue	Revenue	Rank	Percentage of Total Operating Revenue
American Airlines Inc.	\$ 322,445,112	1	34.8%	\$ 303,256,539	1	38.1%
Airport Parking Associates	66,242,004	2	7.1%	50,199,714	2	6.3%
Duty Free Americas Miami, LLC	27,783,868	3	3.0%	35,772,074	3	4.5%
Delta Air Lines Inc.	27,200,478	4	2.9%	26,612,576	4	3.3%
Allied Aviation Services	24,963,147	5	2.7%	18,261,890	5	2.3%
LATAM	23,711,336	6	2.6%			
Spirit Airlines	19,843,223	7	2.1%			
MDIA Hospitality Management, LLC	18,125,058	8	2.0%			
United Airlines	14,036,510	9	1.5%			
Southwest Airlines	13,464,008	10	1.4%			
Executive Airlines dba American Eagle Airlines Inc				16,030,840	6	2.0%
US Airways ¹				15,711,395	7	2.0%
Alamo Rental (US) Inc				14,305,499	8	1.8%
H I Development Corp ²				13,121,202	9	1.7%
TAM ³				11,900,581	10	1.5%
Total	<u>\$ 557,814,744</u>		<u>60.1%</u>	<u>\$ 505,172,310</u>		<u>63.5%</u>
Total Operating Revenue	<u>\$ 927,684,482</u>			<u>\$ 795,885,952</u>		

¹ American Airlines merged with US Airways in October 2015

² Agreement terminated May 2018

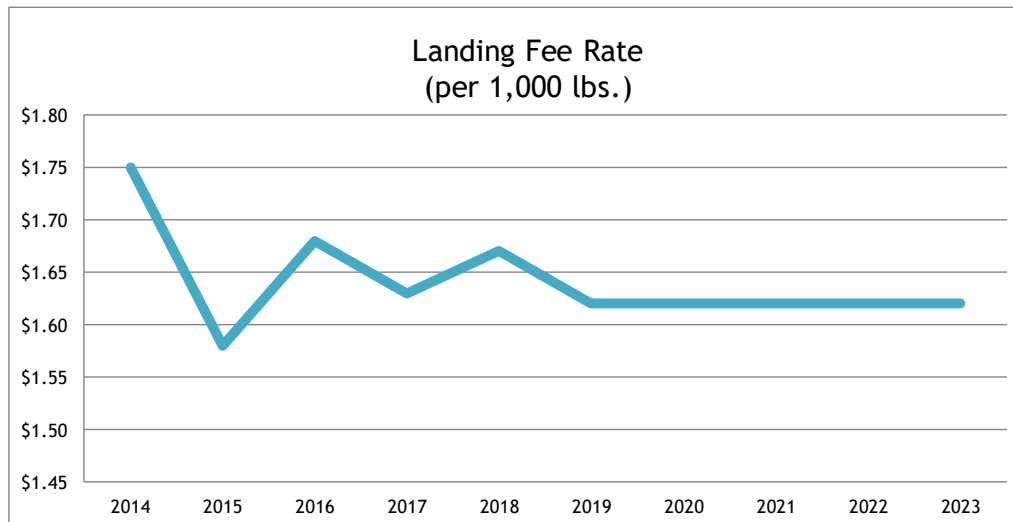
³ TAM merged with Lan Chile and now operates as LATAM



Key Usage Fees and Charges

Fiscal Years Ended September 30, 2014 to 2023
(Unaudited)

Fiscal Year	Landing		Terminal Rental Rates (average cost per sq. foot)		Concourse Use Fee		Int'l Facilities		Domestic Baggage		Outbound Baggage		Security Screening	
	Fees/ 1,000 lbs.	Percent Change	Percent Change	Percent Change	Percent Change	Percent Change	Percent Change	Percent Change	Percent Change	Percent Change	Percent Change	Percent Change	Percent Change	
2014	\$1.75	0.0%	\$79.92	4.1%	\$4.32	4.1%	\$ 1.90	17.3%	\$1.47	-1.3%	\$1.13	-9.6%	\$0.49	-2.0%
2015	\$1.58	-9.7%	\$83.05	3.9%	\$4.32	0.0%	\$ 1.87	-1.6%	\$1.47	0.0%	\$1.13	0.0%	\$0.46	-6.1%
2016	\$1.68	6.3%	\$84.90	2.2%	\$4.27	-1.2%	\$ 2.20	17.6%	\$1.49	1.4%	\$1.06	-6.2%	\$0.43	-6.5%
2017	\$1.63	-3.0%	\$86.94	2.4%	\$4.09	-4.2%	\$ 2.16	-1.8%	\$1.42	-4.7%	\$1.13	6.6%	\$0.43	0.0%
2018	\$1.67	2.5%	\$88.18	1.4%	\$4.18	2.2%	\$ 2.16	0.0%	\$1.53	7.7%	\$1.18	4.4%	\$0.47	9.3%
2019	\$1.62	-3.0%	\$89.88	1.9%	\$4.26	1.9%	\$ 2.36	9.3%	\$1.56	2.0%	\$1.20	1.7%	\$0.49	4.3%
2020	\$1.62	0.0%	\$95.00	5.7%	\$2.40	-43.7%	\$10.66	351.7%	\$0.87	-44.2%	\$1.15	-4.2%	\$0.85	73.5%
2021	\$1.62	0.0%	\$88.75	-6.6%	\$4.91	104.6%	\$12.43	16.6%	\$0.92	5.7%	\$1.75	52.2%	\$1.44	69.4%
2022	\$1.62	0.0%	\$85.16	-4.0%	\$4.91	0.0%	\$12.77	2.7%	\$1.00	8.7%	\$1.83	4.6%	\$1.57	9.0%
2023	\$1.62	0.0%	\$89.80	5.4%	\$4.17	-15.1%	\$12.51	-2.0%	\$0.61	-39.0%	\$1.44	-21.3%	\$1.23	-21.7%



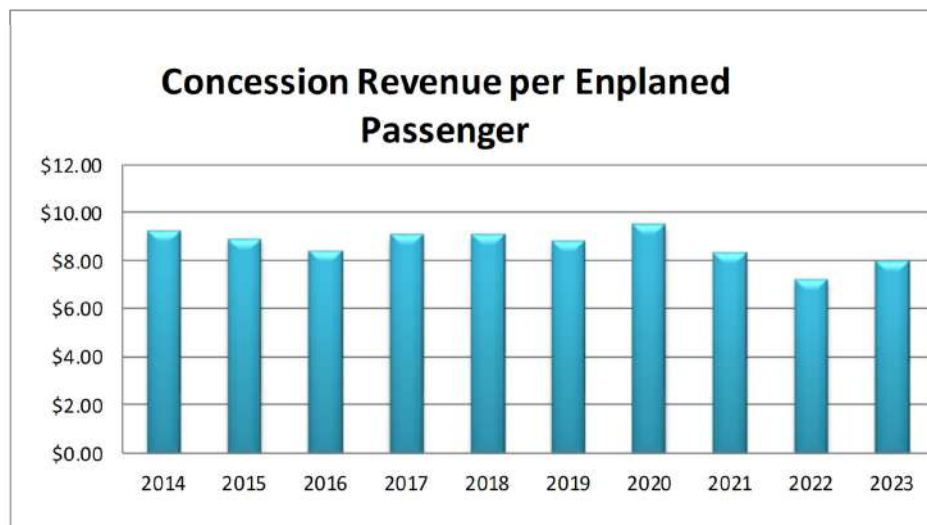


Concession Revenue per Enplaned Passenger

Fiscal Years Ended September 30, 2014 to 2023

(Unaudited)

Fiscal Year	Concession Revenue		Enplaned Passengers		Revenue per Enplaned Passenger	
	Amount	% Change	Number	% Change	Amount	% Change
2014	\$187,635,428	0.2%	20,219,931	1.7%	\$9.28	-1.5%
2015	\$191,235,889	1.9%	21,375,095	5.7%	\$8.95	-3.6%
2016	\$187,186,622	-2.1%	22,154,289	3.6%	\$8.45	-5.6%
2017	\$196,698,037	5.1%	21,602,794	-2.5%	\$9.11	7.8%
2018	\$202,555,196	3.0%	22,220,423	2.9%	\$9.12	0.1%
2019	\$199,955,318	-1.3%	22,685,074	2.1%	\$8.81	-3.4%
2020	\$120,663,237	-39.7%	12,649,609	-44.2%	\$9.54	8.3%
2021	\$126,495,311	4.8%	15,136,208	19.7%	\$8.36	-12.4%
2022	\$180,028,303	42.3%	24,937,982	64.8%	\$7.22	-13.6%
2023	\$205,808,428	14.3%	25,751,310	3.3%	\$7.99	10.7%

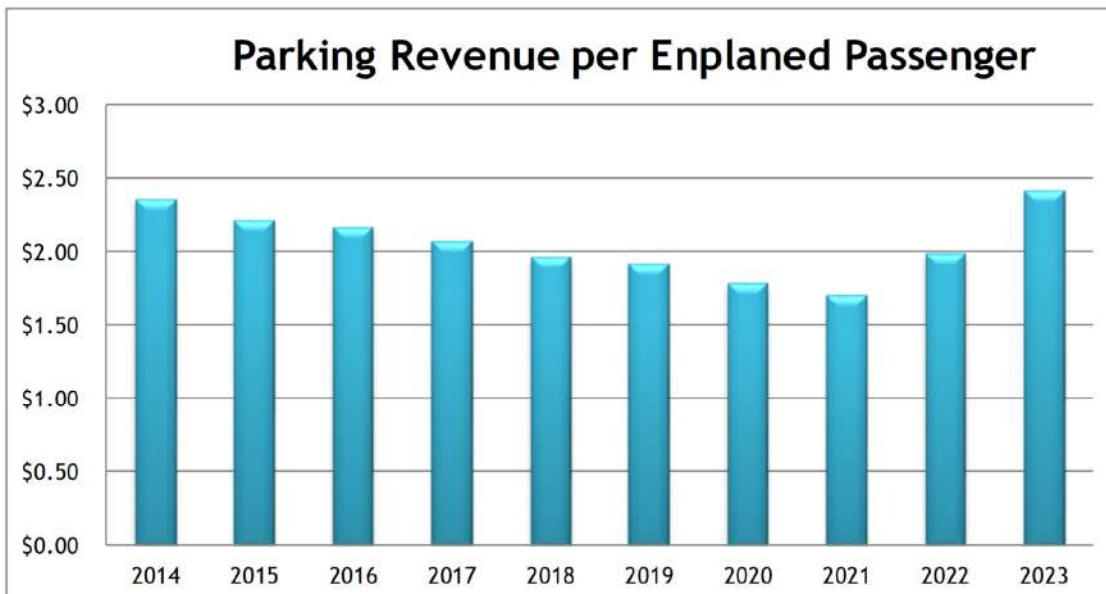




Parking Revenue per Enplaned Passenger

Fiscal Years Ended September 30, 2014 to 2023
(Unaudited)

Fiscal Year	Parking Revenue		Enplaned Passengers		Revenue per Enplaned Passenger	
	Amount	% Change	Number	% Change	Amount	% Change
2014	\$47,563,451	11.7%	20,219,931	1.7%	\$2.35	9.8%
2015	\$47,263,378	-0.6%	21,375,095	5.7%	\$2.21	-6.0%
2016	\$48,024,900	1.6%	22,154,289	3.6%	\$2.17	-1.8%
2017	\$44,783,394	-6.7%	21,602,794	-2.5%	\$2.07	-4.6%
2018	\$43,607,001	-2.6%	22,220,423	2.9%	\$1.96	-5.3%
2019	\$43,317,243	-0.7%	22,685,074	2.1%	\$1.91	-2.6%
2020	\$22,558,052	-47.9%	12,649,609	-44.2%	\$1.78	-6.8%
2021	\$25,670,873	13.8%	15,136,208	19.7%	\$1.70	-4.5%
2022	\$49,496,342	92.8%	24,937,982	64.8%	\$1.98	16.5%
2023	\$62,054,618	25.4%	25,751,310	3.3%	\$2.41	21.7%



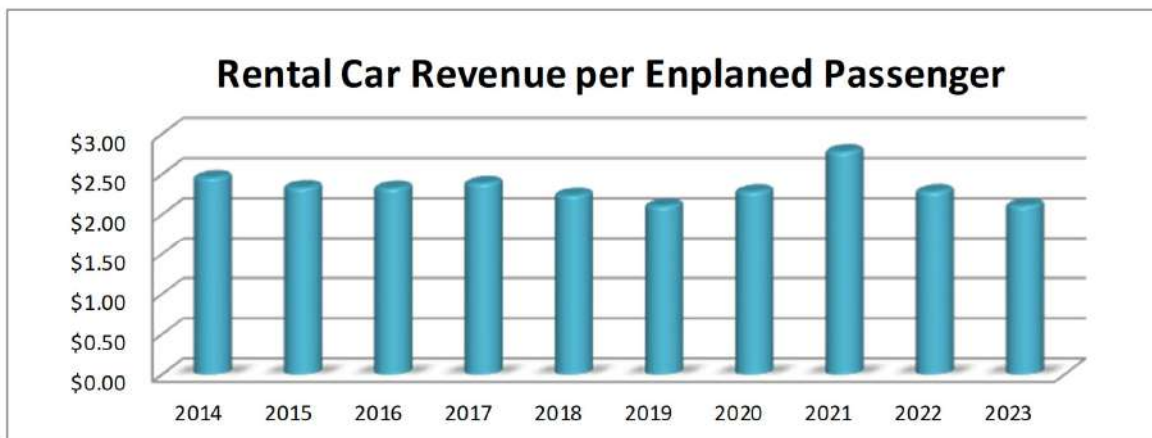


Rental Car Revenue per Enplaned Passenger

Fiscal Years Ended September 30, 2014 to 2023

(Unaudited)

Fiscal Year	Rental Car Revenue		Enplaned Passengers		Revenue per Enplaned Passenger	
	Amount	% Change	Number	% Change	Amount	% Change
2014	\$49,790,648	6.6%	20,219,931	1.7%	\$2.46	4.7%
2015	\$49,978,275	0.4%	21,375,095	5.7%	\$2.34	-4.9%
2016	\$51,642,482	3.3%	22,154,289	3.6%	\$2.33	-0.4%
2017	\$51,630,646	0.0%	21,602,794	-2.5%	\$2.39	2.6%
2018	\$49,883,484	-3.4%	22,220,423	2.9%	\$2.24	-6.3%
2019	\$47,866,708	-4.0%	22,685,074	2.1%	\$2.11	-5.8%
2020	\$28,930,370	-39.6%	12,649,609	-44.2%	\$2.29	8.5%
2021	\$42,147,792	45.7%	15,136,208	19.7%	\$2.78	21.4%
2022	\$57,075,745	35.4%	24,937,982	64.8%	\$2.29	-17.6%
2023	\$54,459,763	-4.6%	25,751,310	3.3%	\$2.11	-7.9%



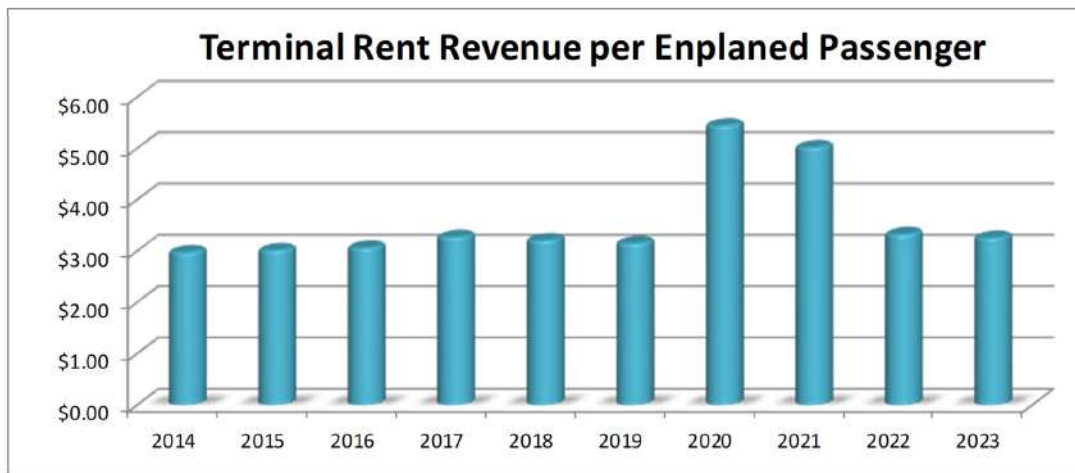


Terminal Rent Revenue per Enplaned Passenger

Fiscal Years Ended September 30, 2014 to 2023

(Unaudited)

Fiscal Year	Terminal Rent Revenue		Enplaned Passengers		Revenue per Enplaned Passenger	
	Amount	% Change	Number	% Change	Amount	% Change
2014	\$60,137,518	-4.5%	20,219,931	1.7%	\$2.97	-6.3%
2015	\$64,398,023	7.1%	21,375,095	5.7%	\$3.01	1.3%
2016	\$67,843,941	5.3%	22,154,289	3.6%	\$3.06	1.6%
2017	\$70,705,323	4.2%	21,602,794	-2.5%	\$3.27	6.9%
2018	\$71,249,445	0.8%	22,220,423	2.9%	\$3.21	-1.8%
2019	\$71,433,297	0.3%	22,685,074	2.1%	\$3.15	-1.9%
2020	\$68,868,294	-3.6%	12,649,609	-44.2%	\$5.44	72.7%
2021	\$75,987,856	10.3%	15,136,208	19.7%	\$5.02	-7.7%
2022	\$82,943,444	9.2%	24,937,982	64.8%	\$3.33	-33.7%
2023	\$83,899,812	1.2%	25,751,310	3.3%	\$3.26	-2.1%



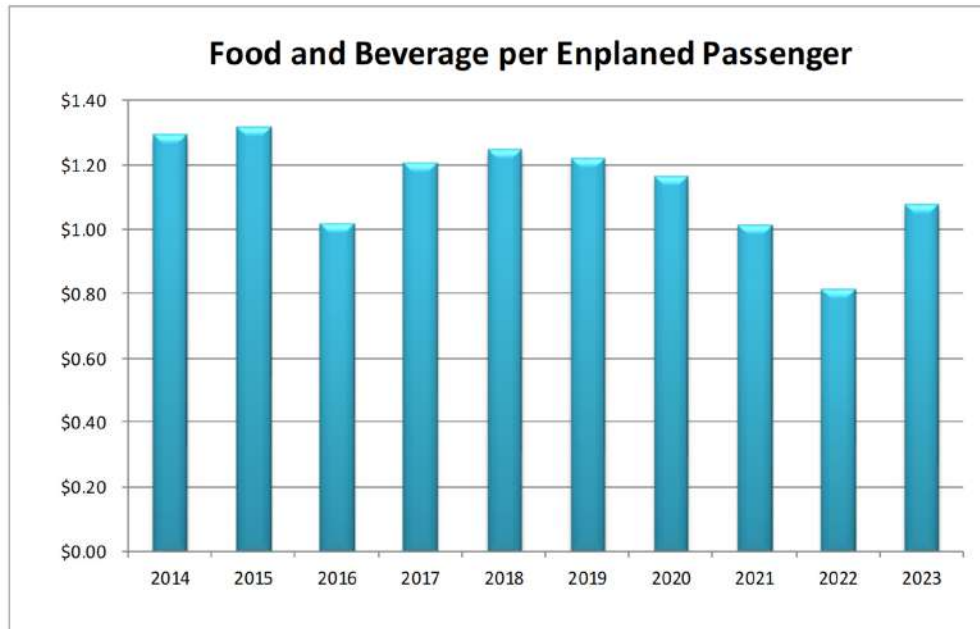


Food and Beverage Revenues per Enplaned Passenger

Fiscal Years Ended September 30, 2014 to 2023

(Unaudited)

Fiscal Year	Food & Beverage Revenues		Enplaned Passengers		Revenue per Enplaned Passenger	
	Amount	% Change	Number	% Change	Amount	% Change
2014	\$26,156,735	3.0%	20,219,931	1.7%	\$1.29	0.8%
2015	\$28,181,765	7.7%	21,375,095	5.7%	\$1.32	2.3%
2016	\$22,551,928	-19.9%	22,154,289	3.6%	\$1.02	-22.7%
2017	\$26,090,995	15.6%	21,602,794	-2.5%	\$1.21	18.6%
2018	\$27,698,314	6.2%	22,220,423	2.9%	\$1.25	3.3%
2019	\$27,675,420	-0.1%	22,685,074	2.1%	\$1.22	-2.4%
2020	\$14,731,503	-46.8%	12,649,609	-44.2%	\$1.16	-4.9%
2021	\$15,346,844	4.2%	15,136,208	19.7%	\$1.01	-12.9%
2022	\$20,372,610	32.7%	24,937,982	64.8%	\$0.82	-18.8%
2023	\$27,718,245	36.1%	25,751,310	3.3%	\$1.08	31.7%





Aviation Department Employee Strength

Full-Time Equivalent Employees (FTE)
 Fiscal Years 2014 to 2023
 (Unaudited)

Fiscal Year	FTEs as of September 30	% Change	Enplaned Passengers	Enplaned Passengers per FTEs
2014	1,184	0.8%	20,219,931	17,078
2015	1,192	0.7%	21,375,095	17,932
2016	1,196	0.3%	22,154,289	18,524
2017	1,255	4.9%	21,602,794	17,213
2018	1,285	2.4%	22,220,423	17,292
2019	1,318	2.6%	22,685,074	17,212
2020	1,318	0.0%	12,649,609	9,598
2021	1,280	-2.9%	15,136,208	11,825
2022	1,305	2.0%	24,937,982	19,110
2023	1,333	2.1%	25,751,310	19,318



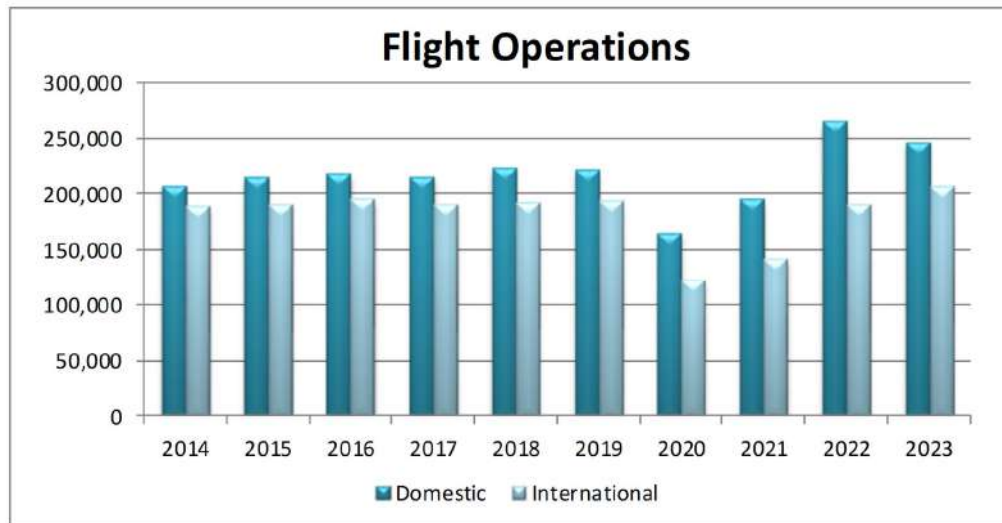
Aircraft Operations

Flight Operations

Fiscal Years Ended September 30, 2014 to 2023

(Unaudited)

Fiscal Year	Domestic		International		Total	
	Operations	% Change	Operations	% Change	Operations	% Change
2014	207,967	2.0%	189,294	-0.1%	397,261	1.0%
2015	214,609	3.2%	191,287	1.1%	405,896	2.2%
2016	217,950	1.5%	195,451	2.1%	413,401	1.8%
2017	215,928	-0.9%	191,232	-2.1%	407,160	-1.5%
2018	223,070	3.3%	192,711	0.8%	415,781	2.1%
2019	221,436	-0.7%	193,596	0.5%	415,032	-0.2%
2020	165,508	-25.3%	123,246	-36.3%	288,754	-30.4%
2021	195,347	18.0%	141,975	15.2%	337,322	16.8%
2022	265,716	36.0%	191,438	34.8%	457,154	35.5%
2023	246,562	-7.2%	206,505	7.9%	453,067	-0.9%

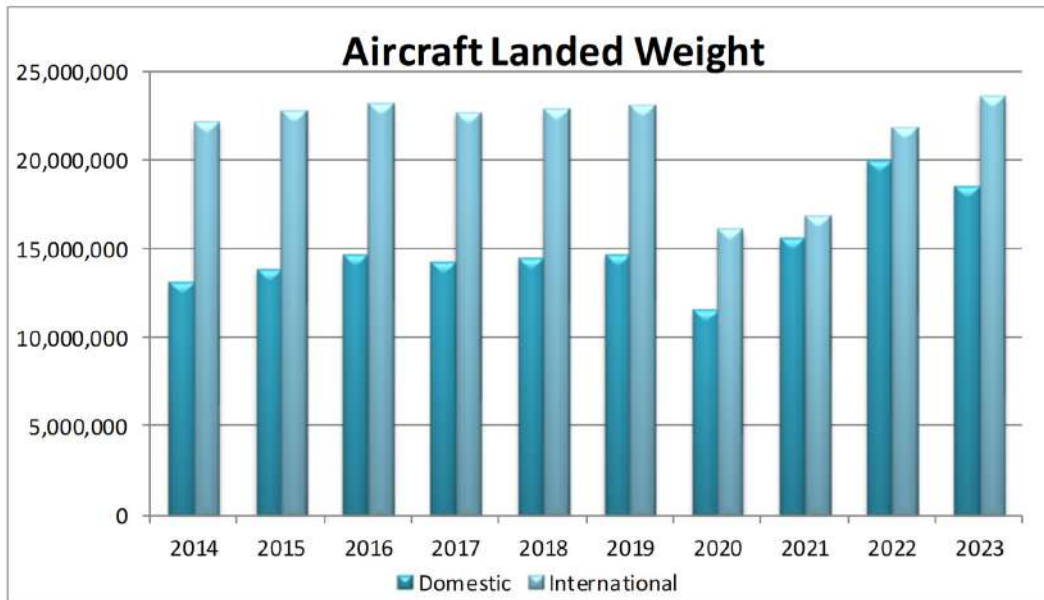




Aircraft Landed Weight

Fiscal Years Ended September 30, 2014 to 2023
(Unaudited)

Fiscal Year	Domestic		International		Total	
	1,000 lbs.	% Change	1,000 lbs.	% Change	1,000 lbs.	% Change
2014	13,141,290	0.2%	22,157,206	3.9%	35,298,496	2.5%
2015	13,886,215	5.7%	22,835,492	3.1%	36,721,707	4.0%
2016	14,683,385	5.7%	23,243,509	1.7%	37,926,894	3.2%
2017	14,266,146	-2.8%	22,723,364	-2.2%	36,989,510	-2.5%
2018	14,549,871	2.0%	22,907,237	0.8%	37,457,108	1.3%
2019	14,710,443	1.1%	23,147,790	1.1%	37,858,233	1.1%
2020	11,546,694	-21.5%	16,135,051	-30.3%	27,681,745	-26.9%
2021	15,619,024	35.3%	16,840,869	4.4%	32,459,893	17.3%
2022	20,029,017	28.2%	21,865,186	29.8%	41,894,203	29.1%
2023	18,576,212	-7.3%	23,645,239	8.1%	42,221,451	0.8%



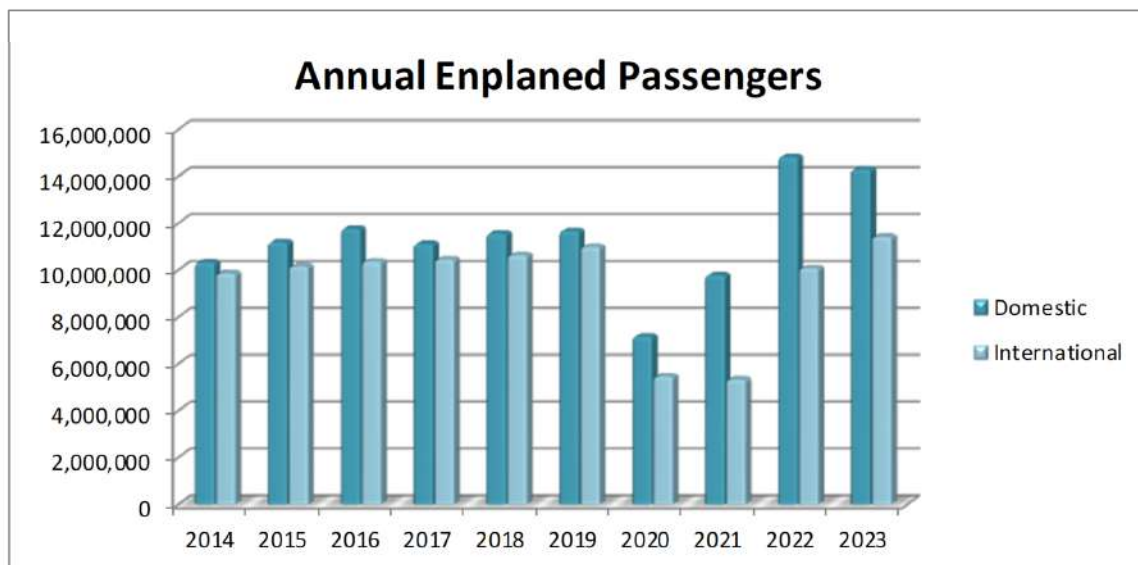


Passenger Enplanements

Fiscal Years Ended September 30, 2014 to 2023

(Unaudited)

Fiscal Year	Domestic		International		Total	
	Passengers	% Change	Passengers	% Change	Passengers	% Change
2014	10,342,784	3.1%	9,877,147	0.3%	20,219,931	1.7%
2015	11,197,406	8.3%	10,177,689	3.0%	21,375,095	5.7%
2016	11,774,663	5.1%	10,379,626	1.9%	22,154,289	3.6%
2017	11,132,819	-5.4%	10,469,975	0.8%	21,602,794	-2.5%
2018	11,571,473	3.9%	10,648,950	1.7%	22,220,423	2.9%
2019	11,680,797	0.9%	11,004,277	3.3%	22,685,074	2.1%
2020	7,175,682	-38.6%	5,473,927	-50.3%	12,649,609	-44.2%
2021	9,792,146	36.5%	5,344,062	-2.4%	15,136,208	19.7%
2022	14,842,208	51.6%	10,095,774	88.9%	24,937,982	64.8%
2023	14,314,324	-3.6%	11,436,986	13.3%	25,751,310	3.3%



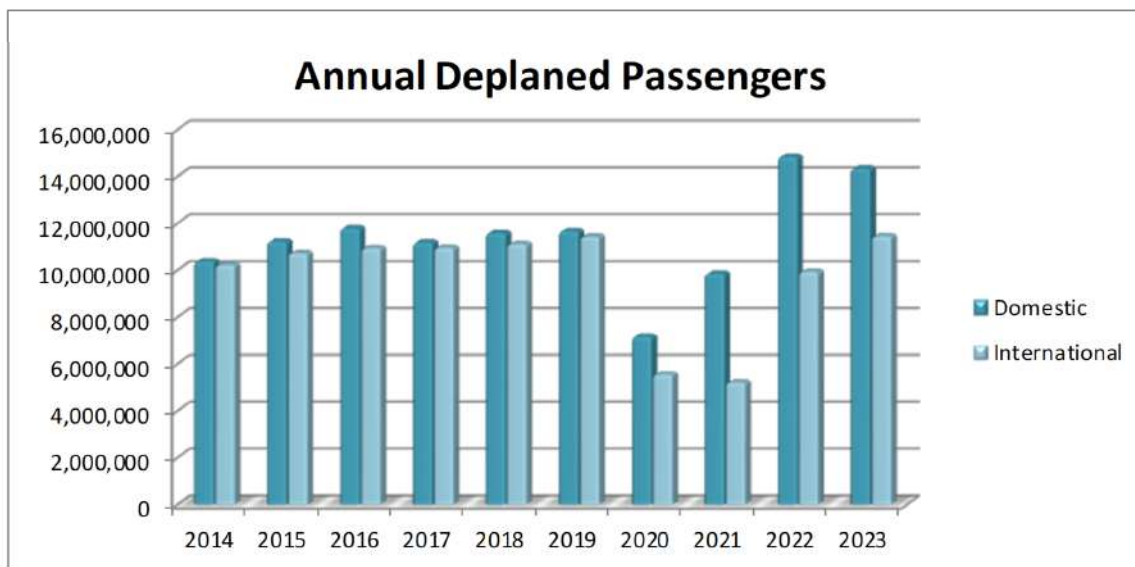


Passenger Deplanements

Fiscal Years Ended September 30, 2014 to 2023

(Unaudited)

Fiscal Year	Domestic		International		Total	
	Passengers	% Change	Passengers	% Change	Passengers	% Change
2014	10,386,247	3.2%	10,238,786	0.7%	20,625,033	1.9%
2015	11,234,660	8.2%	10,737,374	4.9%	21,972,034	6.5%
2016	11,802,705	5.0%	10,944,759	1.9%	22,747,464	3.5%
2017	11,190,241	-5.1%	10,965,374	0.1%	22,155,615	-2.6%
2018	11,596,475	3.6%	11,121,588	1.4%	22,718,063	2.5%
2019	11,679,065	0.7%	11,447,444	2.9%	23,126,509	1.8%
2020	7,166,336	-38.6%	5,566,439	-51.4%	12,732,775	-44.9%
2021	9,857,569	37.6%	5,225,311	-6.1%	15,082,880	18.5%
2022	14,852,008	50.7%	9,943,352	90.3%	24,795,360	64.4%
2023	14,350,885	-3.4%	11,460,849	15.3%	25,811,734	4.1%





Enplanement Market Share by Airline by Fiscal Year

Fiscal Years Ended September 30, 2014 to 2023

(In Thousands)

(Unaudited)

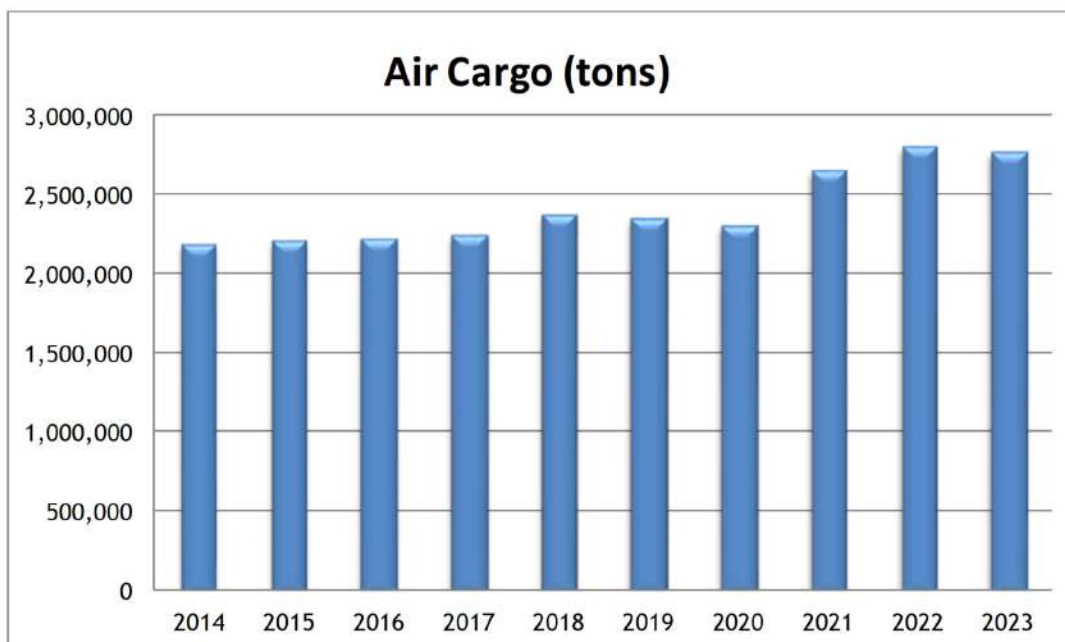
Airline	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023
American Airlines Inc.	12,520.8	12,951.4	13,433.0	12,902.7	13,254.5	13,571.2	7,599.3	9,110.5	14,406.9	14,458.8
Delta Air Lines Inc.	1,158.3	1,238.8	1,341.9	1,360.9	1,333.5	1,348.2	757.2	1,020.6	1,363.2	1,546.1
Spirit Airlines	-	-	-	-	-	-	-	-	1,159.1	1,192.5
Envoy (Previously American Eagle)	945.9	1,113.4	1,239.3	1,349.0	1,570.2	1,604.8	834.6	1,016.9	1,376.3	1,082.3
Southwest Airlines	-	-	-	-	-	-	-	543.7	848.2	797.7
United Airlines, Inc.	459.8	451.4	561.0	672.5	679.7	632.1	454.9	607.6	689.2	746.1
LATAM Airlines	171.8	165.5	192.5	191.7	175.7	170.7	94.2	207.3	466.7	695.3
Frontier Airlines	-	245.3	301.0	232.1	361.9	193.9	313.9	688.8	671.5	591.6
Avianca	314.7	328.3	329.9	338.9	294.1	403.9	186.3	203.8	301.7	455.5
JetBlue Airways	-	-	-	-	-	-	-	407.3	449.3	387.0
All Others	4,648.6	4,881.0	4,755.7	4,555.0	4,550.8	4,760.3	2,409.2	1,329.7	3,205.8	3,798.4
	20,219.9	21,375.1	22,154.3	21,602.8	22,220.4	22,685.1	12,649.6	15,136.2	24,937.9	25,751.3



Air Cargo Activity

Fiscal Years Ended September 30, 2014 to 2023
(Unaudited)

Fiscal Year	Mail	Freight	Total	% Change
2014	32,014	2,155,460	2,187,474	2.5%
2015	35,482	2,170,825	2,206,307	0.9%
2016	41,005	2,178,601	2,219,606	0.6%
2017	37,928	2,209,986	2,247,914	1.2%
2018	42,717	2,325,899	2,368,616	5.4%
2019	37,013	2,309,228	2,346,241	-0.9%
2020	32,402	2,268,649	2,301,051	-1.9%
2021	31,230	2,614,726	2,645,956	15.0%
2022	30,132	2,777,008	2,807,140	6.1%
2023	26,583	2,744,398	2,770,981	-1.3%





Miami-Dade County Population and Per Capita Personal Income

Last Ten Calendar Years
(Unaudited)

Year	Population	Total Personal Income (In Thousands)	Per Capita Personal Income	Average Unemployment Rate	Civilian Labor Force	Median Age
2014	2,586,290	\$111,528,866	\$43,123	7.2%	1,282,854	39
2015	2,653,934	\$116,553,169	\$43,917	6.2%	1,321,033	40
2016	2,696,353	\$123,276,064	\$45,440	5.8%	1,334,404	40
2017	2,743,095	\$132,712,999	\$49,166	5.0%	1,375,376	40
2018	2,779,322	\$143,041,608	\$51,009	3.7%	1,354,012	40
2019	2,812,130	\$149,525,576	\$53,640	2.9%	1,380,967	40
2020	2,701,767	\$151,581,814	\$56,561	8.2%	1,280,601	40
2021	2,731,939	\$176,108,492	\$63,078	5.5%	1,323,692	40
2022	2,757,592	\$183,105,933	\$68,481	2.6%	1,371,121	41
2023	2,768,954	(1)	(1)	1.8%	1,385,768	41

Source: U.S Bureau of Labor Statistics
U.S. Census Bureau
Florida Legislature, Office of Economic and Demographic Research

Legend: (1) Information unavailable as of the date of this report.



Principal Employers in Miami-Dade County

Current Year and Nine Years Previous
(Unaudited)

Employer	2023			2014		
	Employees	Rank	Percentage of Total County Employment	Employees	Rank	Percentage of Total County Employment
Miami-Dade County Public Schools	35,601	1	2.57%	33,477	1	2.61%
Miami-Dade County	28,677	2	2.07%	25,502	2	1.99%
University of Miami	21,276	3	1.54%	12,818	5	1.00%
Jackson Health System	13,721	4	0.99%	9,797	8	0.76%
Publix Super Markets	13,606	5	0.98%	4,604	9	0.36%
American Airlines	10,961	6	0.79%	11,031	7	0.86%
Amazon Airlines	8,014	7	0.58%			
Walmart	7,005	8	0.51%			
Florida International University	6,613	9	0.48%			
U.S. Postal Services	5,828	10	0.42%			
City of Miami				3,997	10	0.31%
Baptist Health South Florida				11,353	6	0.88%
U.S. Federal Government				19,200	3	1.50%
Florida State Government				17,100	4	1.33%
	<u>151,302</u>		<u>10.93%</u>	<u>148,879</u>		<u>11.60%</u>

Source: Florida Department of Commerce (FloridaCommerce), Bureau of Workforce Statistics & Economic Research
The Beacon Council, Miami, Florida, Miami Business Profile



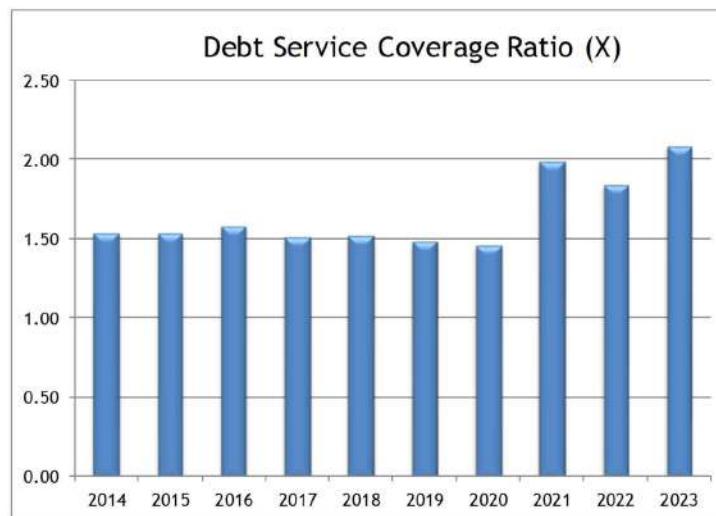
Revenue Bond Debt Service Coverage

Fiscal Years Ended September 30, 2014 to 2023

(In Thousands)

(Unaudited)

	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023
Pledged Revenues	\$894,079	\$892,846	\$925,548	\$913,151	\$931,800	\$947,457	\$721,677	\$775,605	\$952,706	\$1,131,563
Expenses	387,135	402,831	415,554	429,974	454,871	480,910	452,022	471,836	514,331	547,863
Net Revenues	506,944	490,015	509,994	483,177	476,929	466,547	269,655	303,769	438,375	583,700
Reserve Maintenance Fund Deposit	15,000	17,000	25,000	30,000	20,000	15,000	15,000	15,000	15,000	20,000
Net Revenues after Deposits	491,944	473,015	484,994	453,177	456,929	451,547	254,655	288,769	423,375	563,700
Principal & Interest Requirement	319,802	307,028	307,386	300,068	301,326	304,940	174,602	145,108	230,333	270,009
Debt Service Coverage Ratio (x)	1.54	1.54	1.58	1.51	1.52	1.48	1.46	1.99	1.84	2.09





Outstanding Debt

Last Ten Fiscal Years

(In Thousands)

(Unaudited)

Fiscal Year Ended September 30,	Trust Agreement Revenue Bonds (a)	Double-Barreled Aviation Bonds (General Obligation) (b)	Commercial Paper Notes (c)	State Infrastructure Bank (SIB) Loan (d)	Other Liabilities (e)	Total
2014	\$5,726,745	\$227,600	-	\$23,912	-	\$5,978,257
2015	\$5,616,550	\$223,205	-	\$19,390	-	\$5,859,145
2016	\$5,791,531	\$223,086	\$20,000	\$14,778	-	\$6,049,395
2017	\$5,680,386	\$218,103	\$60,000	\$10,074	\$33,081	\$6,001,644
2018	\$5,584,857	\$212,891	\$140,000	\$5,274	\$80,683	\$6,023,705
2019	\$5,777,068	\$207,240	-	-	\$77,193	\$6,061,501
2020	\$5,621,474	\$201,388	-	-	\$68,941	\$5,891,803
2021	\$5,459,700	\$196,247	\$10,000	-	\$63,947	\$5,729,894
2022	\$5,335,420	\$192,490	\$30,000	-	\$66,537	\$5,624,447
2023	\$5,189,188	\$188,752	\$40,000	-	\$63,370	\$5,481,310

- a) Revenue Bonds issued under the Trust Agreement are payable solely by a pledge of net revenues, as defined in the Trust Agreement. The Revenue Bonds are being paid by the Aviation Department's Net Revenues.
- b) In FY 2010 the County issued its Series 2010 Double-Barreled Aviation Bond (General Obligation), in the aggregate principal amount of \$239,775,000. In FY 2021 the County issued its Series 2020 Double-Barreled Aviation Refunding Bond (General Obligation), in the aggregate principal amount of \$177,670,000, to fully refund the principal amount of the Series 2010 Bonds. The Series 2020 Bonds are payable first from the Net Available Airport Revenues. Additionally, the Series 2020 Bonds are general obligation of the County, secured by the full faith, credit and taxing power of the County. The Series 2020 Bonds are payable from ad valorem taxes levied on all taxable property in the County, without limitations as to rate or amount, to the extent that Net Available Airport Revenues are insufficient to pay debt service on the Series 2020 Bonds.
- c) The Commercial Paper Notes are payable solely from proceeds of future Revenue Bonds and any unencumbered monies in the Improvement Fund. An irrevocable letter of credit in the amount of \$400 million dollars was approved for the purpose of making funds readily available for the payment of principal and interest on the Notes. The use of Commercial Paper was discontinued in May of 2019 and a new Commercial Paper Notes Program was started in March 2021. The new program is secured with an irrevocable letter of credit in the amount of \$200 million.
- d) A County loan in the amount of \$50 million from the FDOT State Infrastructure Bank to fund the County's share of the cost of the Viaduct Project. The loan was secured by a County covenant to annually budget and appropriate from the County legally available non-ad valorem revenue sufficient to pay debt service costs. The debt service costs were reimbursed to the County by the Aviation Department. The loan was paid off in September 2019.
- e) Total includes lease and subscription liabilities and financed purchases of \$8,491,000 and \$54,879,000, respectively. The Aviation Department has entered into various agreements with banks to provide capital to finance the purchase of certain energy improvement equipment.



Long-Term Debt per Enplaned Passenger

Last Ten Fiscal Years
(In Thousands Except Enplaned Passengers)
(Unaudited)

Fiscal Year Ended September 30	Trust Agreement Revenue Bonds (a)	Double-Barreled Aviation Bonds (General Obligation) (b)	Commercial Paper Notes (c)	State Infrastructure Bank (SIB) Loan (d)	Other Liabilities (e)	Total	Enplaned Passenger	Long Term Debt per Enplaned Passenger
2014	\$5,726,745	\$227,600	-	\$23,912	-	\$5,978,257	20,219,931	\$295.66
2015	\$5,616,550	\$223,205	-	\$19,390	-	\$5,859,145	21,375,095	\$274.11
2016	\$5,791,531	\$223,086	\$20,000	\$14,778	-	\$6,049,395	22,154,289	\$273.06
2017	\$5,680,386	\$218,103	\$60,000	\$10,074	\$33,081	\$6,001,644	21,602,794	\$277.82
2018	\$5,584,857	\$212,891	\$140,000	\$5,274	\$80,683	\$6,023,705	22,220,423	\$271.09
2019	\$5,777,068	\$207,240	-	-	\$77,193	\$6,061,501	22,685,074	\$267.20
2020	\$5,621,474	\$201,388	-	-	\$68,941	\$5,891,803	12,649,609	\$465.77
2021	\$5,459,700	\$196,247	\$10,000	-	\$63,947	\$5,729,894	15,136,208	\$378.56
2022	\$5,335,420	\$192,490	\$30,000	-	\$66,537	\$5,624,447	24,937,982	\$225.54
2023	\$5,189,188	\$188,752	\$40,000	-	\$63,370	\$5,481,310	25,751,310	\$212.86

- a) Revenue Bonds issued under the Trust Agreement are payable solely by a pledge of net revenues, as defined in the Trust Agreement. The Revenue Bonds are being paid by the Aviation Department's net Revenue.
- b) In FY 2010 the County issued its Series 2010 Double-Barreled Aviation Bond (General Obligation), in the aggregate principal amount of \$239,775,000. In FY 2021 the County issued its Series 2020 Double-Barreled Aviation Refunding Bond (General Obligation), in the aggregate principal amount of \$177,670,000, to fully refund the principal amount of the Series 2010 Bonds. The Series 2020 Bonds are payable first from the Net Available Airport Revenues. Additionally, the Series 2020 Bonds are general obligation of the County, secured by the full faith, credit and taxing power of the County. The Series 2020 Bonds are payable from ad valorem taxes levied on all taxable property in the County, without limitations as to rate or amount, to the extent that Net Available Airport Revenues are insufficient to pay debt service on the Series 2020 Bonds.
- c) The Commercial Paper Notes are payable solely from proceeds of future Revenue Bonds and any unencumbered monies in the Improvement Fund. An irrevocable letter of credit in the amount of \$400 million dollars was approved for the purpose of making funds readily available for the payment of principal and interest on the Notes. The use of Commercial Paper was discontinued in May of 2019 and a new Commercial Paper Notes Program was started in March 2021. The new program is secured with an irrevocable letter of credit in the amount of \$200 million.
- d) A County loan in the amount of \$50 million from the FDOT State Infrastructure Bank to fund the County's share of the cost of the Viaduct Project. The loan was secured by a County covenant to annually budget and appropriate from the County legally available non-ad valorem revenue sufficient to pay debt service costs. The debt service costs were reimbursed to the County by the Aviation Department. The loan was paid off in September 2019.
- e) Total includes lease and subscription liabilities and financed purchases of \$8,471,000 and \$59,569,000, respectively. The Aviation Department has entered into various agreements with banks to provide capital to finance the purchase of certain energy improvement equipment.



Capital Assets

Fiscal Years Ended September 30, 2014 to 2023
(Unaudited)

Miami-Dade Aviation Department	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>2018</u>	<u>2019</u>	<u>2020</u>	<u>2021</u>	<u>2022</u>	<u>2023</u>
Number of airports	5	5	5	5	5	5	5	5	5	5
Number of runways										
Miami International	4	4	4	4	4	4	4	4	4	4
Opa-Locka	3	3	3	3	3	3	3	3	3	3
Tamiami	3	3	3	3	3	3	3	3	3	3
Homestead	2	2	2	2	2	2	2	2	2	2
Training & Transition Airport	1	1	1	1	1	1	1	1	1	1

2023
Annual Comprehensive Financial Report

(This page intentionally left blank)



Miami-Dade Aviation Department

Finance & Strategy Division
P.O. Box 526624
Miami, FL 33152-6624
www.iflyMIA.com



Miami-Dade Aviation Department
An Enterprise Fund of Miami-Dade County, Florida

APPENDIX B

SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT

[THIS PAGE INTENTIONALLY LEFT BLANK]

SUMMARY OF CERTAIN PROVISIONS OF THE TRUST AGREEMENT

The following summaries and statements are brief outlines of certain provisions of the Amended and Restated Trust Agreement dated as of December 15, 2002, by and among the County and The Bank of New York Mellon (successor in interest to JPMorgan Chase Bank, N.A.), as Trustee, and U.S. Bank Trust Company, National Association (successor in interest to U.S. Bank, National Association and Wachovia Bank, National Association), as Co-Trustee (the "Trust Agreement"). Such outlines do not purport to be complete, and reference is made to the Trust Agreement, copies of which are on file and available for examination at the offices of the Aviation Department, the Trustee and the Co-Trustee, for the complete terms thereof. Terms not defined below or in the Official Statement shall have the meanings set forth in the Trust Agreement.

The Trust Agreement authorizes the issuance, from time to time, in one or more Series, of revenue bonds of the County subject to the conditions set forth in the Trust Agreement. The provisions and covenants of the Trust Agreement are for the equal and proportionate benefit and security of the holders of all of the revenue bonds issued thereunder, all of which, regardless of the time or times of their issue or maturity, shall be of equal rank without preference, priority or distinction as to lien or otherwise of any of the revenue bonds over any other thereof, except as otherwise expressly provided in the Trust Agreement.

Defined Terms

The following are certain defined words and terms used by the Trust Agreement:

"Accreted Value" means, as of any date of computation with respect to any capital appreciation bond, an amount equal to the principal amount of such capital appreciation bond at its initial offering plus the interest accrued on such capital appreciation bond from the date of delivery to the original purchasers thereof to the Compounding Date next preceding the date of computation or the date of computation if a Compounding Date plus, with respect to matters related to the payment upon redemption or acceleration of the capital appreciation bond, if such date of computation shall not be a Compounding Date, a portion of the difference between the Accreted Value as of the immediately preceding Compounding Date (or the date of original issuance if the date of computation is prior to the first Compounding Date succeeding the date of original issuance) and the Accreted Value as of the immediately succeeding Compounding Date, calculated based on the assumption that Accreted Value accrues during any period in equal daily amounts on the basis of a year of 360 days consisting of twelve months of thirty days each. Interest shall accrue on any capital appreciation bond and be compounded periodically at such rate and at such times as provided in, or pursuant to, the resolution authorizing the issuance of said capital appreciation bond.

"Amortization Requirement" means for any fiscal year, as applied to the term bonds of any Series, the principal amount fixed for such fiscal year by resolution of the Board prior to the delivery of such bonds for the retirement of such term bonds by purchase or redemption.

"Annual Budget" means the budget adopted or in effect for each fiscal year.

"Appreciated Value" means, with respect to any capital appreciation and income bond: (a) as of any date of computation prior to the Interest Commencement Date, an amount equal to the principal amount thereof on the date of original issuance plus the interest accrued on such capital appreciation and income bond from the date of original issuance of such capital appreciation and income bond to the Compounding Date next preceding the date of computation or the date of computation if a Compounding Date, such interest to compound periodically at the times and at the rate provided in, or pursuant to, the resolution authorizing the issuance of said capital appreciation and income bond, plus, if such date of computation shall not be a Compounding Date, a portion of the difference between the Appreciated Value as of the immediately preceding Compounding Date (or the date of original issuance if the date of computation is prior to the first Compounding Date succeeding the date of original issuance) and the Appreciated Value as of the immediately succeeding Compounding Date, calculated based upon an assumption that Appreciated Value accrues during any period in equal daily amounts on the basis of a year of 360 days consisting of twelve months of thirty days each; and (b) as of any date of computation on and after the Interest Commencement Date, the Appreciated Value on the Interest Commencement Date.

“Authorized Investments” include: (i) direct obligations of, or obligations the principal of and the interest on which are unconditionally guaranteed by, the United States of America (“Government Obligations”), (ii) bonds, debentures or notes issued by any of the following Federal agencies: Banks for Cooperatives, Federal Intermediate Credit Banks, Federal Home Loan Banks, Export-Import Bank of the United States, Government National Mortgage Association, Federal Land Banks or the Federal National Mortgage Association (including participation certificates issued by such Association), (iii) all other obligations issued or unconditionally guaranteed as to principal and interest by an agency or person controlled or supervised by and acting as an instrumentality of the United States Government pursuant to authority granted by the Congress, (iv) repurchase agreements with financial institutions fully secured by Government Obligations, (v) all other obligations which are permitted investments of public funds under Florida law, (vi) Time Deposits, and (vii) any obligations as directed by Section 218.415, Florida Statutes, unless otherwise authorized by state law or by county ordinance, in which event or events any obligations so authorized by such law or ordinance.

“Bond,” “bonds,” “revenue bond” or “revenue bonds” means any bond or bonds or all of the bonds, as the case may be, issued under the provisions of the Trust Agreement. For purposes of the Trust Agreement, bonds issued under the provisions of the Trust Agreement include bonds issued under the provisions of the Prior Agreement.

“Capital appreciation bonds” means any bonds as to which interest is compounded periodically on each Compounding Date and which are payable in an amount equal to the then current Accreted Value only at maturity, earlier redemption or other payment date therefor, all as designated by, or pursuant to, the resolution authorizing the issuance of such bonds, and which may be either serial bonds or term bonds.

“Capital appreciation and income bonds” means any bonds as to which accruing interest is not paid prior to the Interest Commencement Date specified in, or pursuant to, the resolution authorizing the issuance of such bonds and with respect to which, until such Interest Commencement Date, the Appreciated Value is compounded periodically on each Compounding Date, and which may be either serial bonds or term bonds.

“Compounding Date” means, with respect to any capital appreciation bond or capital appreciation and income bond, the dates on which interest shall compound, as specified in the resolution authorizing the issuance of such bond.

“Convertible bonds” means bonds which are convertible, at the option of the County, into a type of bonds permitted by the Trust Agreement other than the type of such bonds at the time they were issued.

“Counterparty” means a financial institution who enters into a Hedge Agreement with the County in connection with any bonds issued under the Trust Agreement and whose senior long-term debt obligations, or whose payment obligations under such Hedge Agreement are guaranteed by an entity whose senior long-term debt obligations, are rated on the date the Hedge Agreement is entered into in one of the three highest rating categories (without regard to any gradations within such categories) of a nationally recognized rating agency.

“Credit Facility” means each and every irrevocable letter of credit, policy of municipal bond insurance, surety bond, guaranty, purchase agreement, credit agreement or similar facility in which the entity providing such facility irrevocably agrees to provide funds to make payment of the principal of and interest on bonds when due.

“Current Expenses” means the County’s reasonable and necessary current expenses of maintenance, repair and operation of the Port Authority Properties and shall include, without limiting the generality of the foregoing, all ordinary and usual expenses of maintenance, repair and operation, which may include expenses not annually recurring, all administrative expenses and any reasonable payments to pension or retirement funds properly chargeable to the Port Authority Properties, insurance premiums, engineering expenses relating to maintenance, repair and operation, fees and expenses of the Trustee, the Co-Trustee and the Paying Agents, legal expenses, fees of consultants, fees, expenses and other amounts payable to any bank or other financial institution for the issuance of a Credit Facility, Liquidity Facility or Reserve Facility, and to any indexing agent, depository, remarketing agent, tender agent or any other person or institution whose services are required with respect to the issuance of bonds of any Series, any taxes which may be lawfully imposed on the Port Authority Properties or the income therefrom and reserves for such taxes, and any other expenses required to be paid by the County under the provisions of the Trust Agreement or by law, but shall not include any reserves for extraordinary maintenance or repair, or any allowance for depreciation, or any Hedge

Obligations or Hedge Charges, or any deposits to the credit of the Sinking Fund, the Reserve Maintenance Fund and the Improvement Fund.

“Director” means the person employed by the County to supervise the operation of the Port Authority Properties and to perform the duties imposed on the Director by the Trust Agreement.

“Effective Date” means December 15, 2002.

“Fiscal year” means the period commencing on the first day of October and ending on the last day of September of the following year.

“Hedge Agreement” means an interest rate exchange agreement, an interest rate swap agreement, a forward purchase contract, a put option contract, a call option contract or any other financial product which is used by the County as a hedging device with respect to its obligation to pay debt service on any of the bonds, entered into between the County and a Counterparty; provided that such arrangement shall be specifically designated in a certificate of the Director and the County’s Finance Director as a “Hedge Agreement” for purposes of the Trust Agreement.

“Hedge Charges” means charges payable by the County to a Counterparty upon the execution, renewal or termination of any Hedge Agreement, any periodic fee payable by the County to keep such Hedge Agreement in effect and all other payments required under such Hedge Agreement, including, to the extent permitted by law, indemnification payments, tax-gross up payments and default related payments, but excluding Hedge Obligations.

“Hedge Obligations” means net payments required to be made by the County under a Hedge Agreement from time to time as a result of fluctuation in hedged interest rates, or fluctuation in the value of any index of payment, but not including Hedge Charges.

“Hedge Receipts” means net payments received by the County from a Counterparty under a Hedge Agreement.

“Improvements” means such buildings, structures and equipment and such renewals, replacements, additions, extensions and betterments, other than ordinary maintenance and repairs, as may be deemed necessary by the County to place or to maintain any Project in proper condition for its safe, efficient and economic operation, or to preserve, extend, increase or improve the service rendered by it, including any property acquired therefor.

“Interest Commencement Date” means, with respect to any particular capital appreciation and income bonds, the date specified in, or pursuant to, the resolution authorizing the issuance of such bonds (which date must be prior to the maturity date for such bonds) after which interest accruing on such bonds shall be payable on a periodic basis, with the first such payment date being the applicable interest payment date immediately succeeding such Interest Commencement Date.

“Liquidity Facility” means a letter of credit, policy of insurance, surety bond, guaranty, purchase agreement, credit agreement or similar facility in which the entity providing such facility agrees to provide funds to pay the purchase price of, or agrees to purchase, put bonds upon their tender by the holders thereof, and which facility is acceptable to the provider of any Credit Facility issued in connection with such put bonds.

“Net Revenues” for any particular period means the amount of the excess of the Revenues of the Port Authority Properties over the total of the Current Expenses.

“Outstanding” when used with reference to bonds means, as of a particular date and unless otherwise provided in, or pursuant to, a resolution authorizing a particular Series of bonds, all bonds theretofore issued under the Trust Agreement, except:

- (1) bonds theretofore cancelled by the Trustee or delivered to the Trustee for cancellation;

(2) bonds for the payment of which money, Government Obligations, or a combination of money and Government Obligations, in an amount sufficient to pay on the date when such bonds are to be paid or redeemed the principal or redemption price of, and the interest accruing to such date on, the bonds to be paid or redeemed, have been deposited with the Trustee in trust for the holders of such bonds; Government Obligations, shall be deemed to be sufficient to pay or redeem bonds on a specified date if the principal of and interest on such Government Obligations, when due, will be sufficient to pay on such date the principal or redemption price of, and the interest accruing on, such bonds to such date;

(3) bonds deemed to be not Outstanding in accordance with the Trust Agreement; and

(4) bonds in exchange for or in lieu of which other bonds have been issued; provided, that in determining whether the holders of the requisite Outstanding bonds have given any request, demand, authorization, direction, notice, consent or waiver under the Trust Agreement bonds owned by the County or any affiliate of the County shall be disregarded and deemed not to be Outstanding, except that, in determining whether the Trustee shall be protected in relying upon any such request, demand, authorization, direction, notice, consent or waiver, only bonds that an authorized officer of the Trustee either actually knows to be so owned or has received written notice thereof shall be so disregarded. Bonds so owned that have been pledged in good faith may be regarded as Outstanding if the pledgee establishes to the satisfaction of the Trustee the pledgee's right so to act with respect to such bonds and that the pledgee is not the County or any affiliate of the County.

In determining whether bonds are not "Outstanding" under clauses (2) and (3) above:

(a) in the case of variable rate bonds, the amount required for the interest thereon shall be calculated at the maximum rate permitted by the terms of the provisions which authorized the issuance of such variable rate bonds; provided, however, that if on any date, as a result of such variable rate bonds having borne interest at less than such maximum rate for any period, the total amount of monies and/or Government Obligations on deposit for the payment of interest on such variable rate bonds is in excess of the total amount which would have been required to be deposited on such date in respect of such variable rate bonds in order to fully pay the principal or redemption price of, and the interest accruing on, such bonds, and so long as no event of default or other event, which with the passage of time or the giving of notice, or both, would become an event of default with respect to such variable rate bonds has occurred and is continuing, the County may use the amount of such excess, free and clear of any trust, lien, security interest, pledge or assignment securing said variable rate bonds or otherwise existing under the Trust Agreement; and

(b) in the case of put bonds, either the principal or redemption price of, and the interest accruing on, said bonds shall have been paid as they became due and payable or there shall have been deposited monies and/or Government Obligations which shall be sufficient at the time of such deposit to pay when due the maximum amount of principal or redemption price of, and interest accruing on, such put bonds which could become payable to the holders of such bonds, including upon the exercise of any tender options provided to the holders of such bonds; provided, however, that if, at the time a deposit is made, the tender options originally exercisable on the put bonds are no longer exercisable, such bonds shall not be considered put bonds for these purposes.

"Passenger Facilities Charges" means any fees which the United States Secretary of Transportation may grant the County authority to impose upon passengers of air carriers enplaned at airports controlled by the County in order to finance eligible airport-related projects pursuant to 49 U.S.C. § 40117, as amended, including investment earnings thereon, or any similar fee or charge authorized by any amendment thereto or by any successor federal law.

"Port Authority Properties" means Miami International Airport, the airports owned and/or operated by the County known as Homestead General Aviation Airport, Miami Executive Airport, Miami-Opa locka Executive Airport, Opa-locka West Airport and the Training and Transition Airport, and such other Projects as shall be financed or refinanced under the provisions of the Trust Agreement together with all improvements thereof (excluding any buildings, structures or other facilities constructed at Miami International Airport or other airports of the County and financed by obligations not issued under the provisions of the Trust Agreement) and any other airport or airport related properties or facilities (including any facilities financed by obligations not issued under the provisions of the Trust Agreement) that may be added to the Port Authority Properties under the provisions of the Trust Agreement.

“Principal and Interest Requirements” for any fiscal year, as applied to the bonds of any Series, means the sum of:

- (a) the amount required to pay the interest on all bonds of such Series, both serial and term, then Outstanding which is payable from October 2 in such fiscal year through October 1 in the next succeeding fiscal year,
- (b) the amount required to pay the principal of all serial bonds of such Series then Outstanding which is payable from October 2 in such fiscal year through October 1 in the next succeeding fiscal year, and
- (c) the Amortization Requirement for the term bonds of such Series for such fiscal year.

In computing “Principal and Interest Requirements,” for any fiscal year, the following rules shall apply:

(i) in the case of variable rate bonds, interest shall be computed at the average rate of interest which was payable on such bonds in the last 12 months during which such bonds were Outstanding or the actual number of months that such bonds were Outstanding if less than 12, except that (i) with respect to any variable rate bonds which are being issued on the date of computation, interest shall be computed at the estimated initial rate of interest of such bonds upon issuance thereof, as set forth in a certificate of the principal underwriters with respect to such bonds delivered to the Trustee and the Co-Trustee, and (ii) with respect to deposits to the Reserve Account, interest on any Outstanding variable rate bonds shall be computed (A) with respect to such bonds which were Outstanding in the preceding fiscal year or portion thereof, at the average rate of interest which was payable on such bonds in the preceding fiscal year or portion thereof and (B) with respect to such bonds which were not Outstanding in the preceding fiscal year or portion thereof, at the initial rate of interest on such bonds upon issuance thereof;

(ii) in the case of put bonds, the date or dates on which the holders of such put bonds may elect or be required to tender such bonds for payment or purchase shall be ignored and the stated dates for Amortization Requirements and principal payments thereof shall be used for purposes of this calculation so long as the source for said payment or purchase is a Liquidity Facility and the provider of such facility maintains a rating in one of the three highest short-term rating categories (without regard to any gradations within such categories) of a nationally recognized rating agency; provided, however, that notwithstanding the foregoing or the provisions of clause (i) above, during any period of time after the provider of a Liquidity Facility has advanced funds under a Liquidity Facility and before such amount is repaid, Principal and Interest Requirements shall include the principal amount so advanced and interest thereon, in accordance with the principal repayment schedule and interest rate or rates specified in the reimbursement or other similar agreement relating to such Liquidity Facility;

(iii) in the case of capital appreciation bonds, the principal and interest portions of the Accreted Value becoming due at maturity or by virtue of an Amortization Requirement shall be included when due and payable;

(iv) in the case of capital appreciation and income bonds, the principal and interest portions of the Appreciated Value becoming due at maturity or by virtue of an Amortization Requirement shall be included when due and payable;

(v) in the case of convertible bonds, the calculations shall be based on the type of the bonds as of the time of the calculation without regard to any unexercised conversion feature;

(vi) if all or a portion of the principal or Amortization Requirement or interest on bonds is payable from funds set aside or deposited for such purpose (other than funds on deposit in the Reserve Account), including funds deposited to the credit of the Construction Fund as provided in the Trust Agreement, together with projected earnings thereon, such principal, Amortization Requirement or interest shall not be included in computing Principal and Interest Requirements if such funds, together with the investment earnings thereon, will provide sufficient monies to pay when due such principal, Amortization Requirement or interest, as applicable; and

(vii) to the extent that the County has entered into a Hedge Agreement with respect to any bonds and notwithstanding the provisions of clauses (i) through (vi) above, while the Hedge Agreement is in effect and so long as the Counterparty has not defaulted thereunder and so long as the senior-long term debt obligations of the

Counterparty or of any entity guaranteeing the payment obligations of the Counterparty under the Hedge Agreement are rated in one of the three highest rating categories (without regard to any gradations within such categories) of three nationally recognized rating agencies (or such lesser number of nationally recognized rating agencies as are then in existence), for the purpose of determining the Principal and Interest Requirements the interest rate with respect to the principal amount of such bonds equal to the “notional” amount specified in the Hedge Agreement shall be assumed to be (A) if the County’s Hedge Obligations under the Hedge Agreement are computed based upon a fixed rate of interest, the actual rate of interest upon which the County’s Hedge Obligations are computed under such Hedge Agreement, and (B) if the County’s Hedge Obligations under the Hedge Agreement are computed based upon a variable rate of interest, the average rate of interest for the County’s Hedge Obligations under the Hedge Agreement for the prior fiscal year or portion thereof while the Hedge Agreement was in effect or if the Hedge Agreement was not in effect during such prior fiscal year, then the lesser of (X) the initial rate of interest for the County’s Hedge Obligations under the Hedge Agreement and (Y) the average rate of interest for the prior fiscal year under a published variable interest rate index selected by the County which is generally consistent with the formula which shall be used to determine the County’s Hedge Obligations; “average rate” with respect to the County’s Hedge Obligations for the prior fiscal year means the rate determined by dividing the total annualized amount paid by the County under the Hedge Agreement in such fiscal year or portion thereof (without taking into account Hedge Receipts during such prior fiscal year or portion thereof) by the “notional” amount specified in the Hedge Agreement for such fiscal year.

“Project” means any project which shall be financed or refinanced under the provisions of the Trust Agreement, including, without limitation, any project permitted under Chapter 125, Florida Statutes, or Chapter 166, Florida Statutes.

“Put bonds” means all bonds which in accordance with, or pursuant to, the resolution authorizing the issuance of a Series of bonds, may be tendered for payment or purchase by or on behalf of the County prior to the stated maturities thereof.

“Reserve Account Requirement” means, as of any date of calculation, one half (1/2) of the maximum amount of Principal and Interest Requirements for any fiscal year thereafter on account of all bonds then Outstanding.

“Reserve Facility” means any insurance policy, surety bond, irrevocable letter of credit or other credit agreement or similar facility maintained by the County in lieu of or in substitution for cash or securities on deposit in the Reserve Account created in the Sinking Fund, which is issued by a provider rated on the date of deposit of such facility into the Reserve Account in one of the two highest rating categories (without regard to any gradations within such categories) of a nationally recognized rating agency, including in every case the nationally recognized rating agency which rated the bonds on account of which such facility is obtained.

“Revenues” means all monies received or earned by the County for the use of, and for the services and facilities furnished by, the Port Authority Properties and all other income derived by the County from the operation or ownership of said Properties, including any ground rentals for land on which buildings or structures may be constructed, whether such buildings or structures shall be financed by bonds issued under the provisions of the Trust Agreement or otherwise, and Hedge Receipts, but shall not include any monies received as a grant or gift from the United States of America or the State of Florida or any department or agency of either thereof or any monies received from the sale of property under the provisions of the Trust Agreement or, unless otherwise provided by resolution of the Board, any Passenger Facilities Charges. The County may select whether to use a cash or accrual basis of accounting, but if it chooses a method that is different from the method then being used, it may only make a change to the extent such change is presented retroactively for each year as if it had been in effect for the last five years.

“Time Deposits” means time deposits, certificates of deposits or similar arrangements with any bank or trust company which is a member of the Federal Deposit Insurance Corporation and any Federal or State of Florida savings and loan association which is a member of the Savings Association Insurance Fund and which are secured in the manner provided in the Agreement.

“Variable rate bonds” means bonds issued with a variable, adjustable, convertible or other similar interest rate which is not fixed in percentage for the entire term thereof at the date of issue and which may be convertible to a fixed interest rate.

Application of Bond Proceeds

The Trust Agreement provides for the creation of the Construction Fund held by the Co-Trustee to the credit of which shall be deposited the proceeds of any bonds issued for Projects or Improvements. Separate Series Accounts are required to be created in the Construction Fund with respect to each Series of bonds issued. The monies in the Construction Fund shall be disbursed to pay the cost of Improvements or Projects upon submission by the County to the Co-Trustee of requisitions therefor or to pay interest on bonds as provided in, or pursuant to, the resolution authorizing such bonds. Monies in the Construction Fund shall be subject to a lien and charge in favor of the holders of the bonds until paid out or transferred.

Collection and Disposition of Revenues

Revenue Fund, Annual Budget and Payment of Current Expenses

The Trust Agreement provides for all Revenues to be deposited with the Co-Trustee in the Revenue Fund and to be disbursed only in accordance with the terms of the Trust Agreement. Funds in the Revenue Fund are to be applied first to the payment of Current Expenses as the same become due and payable. Monies on deposit to the credit of the Revenue Fund shall be invested by the Co-Trustee, at the direction of the County, in Authorized Investments having such maturities as specified by the County.

The Trust Agreement requires the preparation and adoption by the County of an Annual Budget of Current Expenses and Capital Expenditures for each fiscal year. The Trust Agreement provides that all expenditures for Current Expenses shall be made only upon the filing with the Co-Trustee of the requisitions required by the Trust Agreement. The County may requisition from the Co-Trustee, at one time or from time to time, a sum or sums aggregating not more than \$100,000 (exclusive of reimbursement) to be used as a revolving fund for the payment of Current Expenses as cannot conveniently otherwise be paid. The County covenants that it will at all times maintain and operate the Port Authority Properties in an efficient and economical manner and keep the same in good repair and sound operating condition and make all necessary repairs, renewals and replacements. The County covenants that the Current Expenses incurred in any fiscal year will not exceed the reasonable and necessary amount thereof.

In addition to the Revenue Fund, the Trust Agreement creates three other funds: the Sinking Fund (and three accounts therein - the Bond Service Account, the Reserve Account and the Redemption Account), the Reserve Maintenance Fund and the Improvement Fund. After reserving in the Revenue Fund as of the end of each month an amount up to 20% of the Current Expenses for the current fiscal year as shown by the Annual Budget, the Co-Trustee shall remit to the Trustee the balance of the monies in the Revenue Fund. The Trustee shall deposit the money so received to the credit of the following Accounts or Funds in the order set forth below:

Bond Service Account

There is required to be deposited to the credit of the Bond Service Account in the Sinking Fund an amount equal to 1/6 of the amount of the next interest payment on all bonds Outstanding and (beginning with the twelfth month preceding the first maturity of any serial bonds of a Series) an amount equal to 1/12 of the amount of the next principal payment on account of any such serial bonds.

This requirement shall be cumulative and the amount of any deficiency in any month shall be added to the amount otherwise required to be deposited to the credit of such Account in each month thereafter until such time as such deficiency shall be made up.

The Trustee shall from time to time withdraw sufficient monies from the Bond Service Account to pay the interest on all Outstanding bonds and the principal of all serial bonds as the same become due.

Redemption Account

From the monies remaining after making the required deposit to the Bond Service Account, there is required to be deposited to the credit of the Redemption Account in the Sinking Fund an amount equal to 1/12 of the Amortization Requirement, if any, for such fiscal year for any term bonds then Outstanding, plus an amount equal to 1/12 of the premium, if any, which shall be payable on the redemption date with respect to such Amortization Requirement if such principal amount of bonds should be redeemed on such date from monies in the Sinking Fund.

This requirement shall be cumulative and the amount of any deficiency in any month shall be added to the amount otherwise required to be deposited to the credit of such Account in each month thereafter until such time as such deficiency shall be made up.

Monies held for the credit of the Redemption Account shall be used to retire bonds issued under the Trust Agreement as follows:

(a) Subject to paragraph (c) below, the Trustee shall endeavor to purchase bonds, whether or not such bonds shall then be subject to redemption, at the most advantageous price obtainable with reasonable diligence, having due regard to interest rate and price, such price not to exceed the principal and premium, if any, which would be payable on the next redemption date with respect to such bonds. (Accrued interest on such bonds shall be paid from the Bond Service Account, with the purchase price payable from the Redemption Account.)

(b) Subject to the provisions of the Trust Agreement relating to the redemption of bonds and to paragraph (c) below, the Trustee shall call for redemption on each interest payment date on which bonds are subject to redemption from monies in the Sinking Fund such amount of bonds then subject to redemption as, with the redemption premium, if any, will as nearly as possible exhaust the Redemption Account, provided that not less than \$50,000 principal amount of bonds shall be called at any one time.

(c) Monies in the Redemption Account shall be applied to the purchase or redemption of bonds in the following order:

First, term bonds of each Series, if any, in the order of their issuance, to the extent of the Amortization Requirement, if any, of the then current fiscal year for such term bonds plus the applicable premium, if any, and any deficiency in preceding fiscal years in the purchase or redemption of such term bonds; provided, however, that if none of the term bonds of a Series shall be subject to redemption from monies in the Sinking Fund and if the Trustee shall at any time be unable to exhaust the monies applicable to the bonds of any such Series in the purchase of such bonds under the provisions of paragraph (a) above, such monies or the balance of such monies, as the case may be, shall be retained in the Redemption Account and, as soon as it is feasible, applied to the retirement of the term bonds of such Series;

Second, to the purchase of any bonds secured under the provisions of the Trust Agreement and then Outstanding, whether or not such bonds shall be subject to redemption, in accordance with the provisions of paragraph (a) above;

Third, term bonds of each Series in proportion (as nearly as practicable) to the aggregate principal amount of the bonds of each such Series originally issued; and

Fourth, after the retirement of all Outstanding term bonds, serial bonds issued under the provisions of the Trust Agreement in the inverse order of their maturities and, to the extent the serial bonds of different Series mature on the same date, in proportion (as nearly as practicable) to the principal amount of the bonds of each Series maturing on such date.

Reserve Account

From the monies remaining in the Revenue Fund after making the required monthly deposits to the Bond Service Account and Redemption Account described above, there shall be deposited to the credit of the Reserve

Account in the Sinking Fund an amount equal to 1/60 of the Reserve Account Requirement under the Trust Agreement until the amount to the credit of the Reserve Account (including amounts available under any Reserve Facilities) shall be equal to the Reserve Account Requirement; provided, however, that if the required deposit to the Reserve Account is being satisfied by the reinstatement of any amount drawn under a Reserve Facility, there shall be paid to the provider thereof such amount as shall be required to cause the provider to reinstate no less than the required deposit for such month.

This requirement shall be cumulative and the amount of any deficiency in any month shall be added to the amount otherwise required to be deposited to the credit of such Account in each month thereafter until such time as such deficiency shall be made up.

Monies in the Reserve Account shall be used by the Trustee to pay the interest due on the Outstanding bonds and maturing principal of serial bonds whenever and to the extent that the monies held for the credit of the Bond Service Account are insufficient for such purpose, and, immediately following the use of such monies for the payment of such interest and principal for the purpose of making up any prior deficiencies in deposits to the credit of the Redemption Account whenever the monies in the Revenue Fund are insufficient for such purpose. If at any time the balance in the Reserve Account shall exceed the Reserve Account Requirement, such excess shall be transferred to the credit of the Redemption Account or withdrawn by the Trustee and deposited with the Co-Trustee to the credit of the Improvement Fund as may be specified by the County.

In lieu or in satisfaction of any required deposit into the Reserve Account or in substitution for all or a portion of the amounts on deposit therein, the County may cause to be deposited into the Reserve Account a Reserve Facility for the benefit of the holders of the bonds, which Reserve Facility shall be available to be drawn (upon the giving of notice as required thereunder) on any payment date on which a deficiency exists for payment of the bonds, which deficiency is payable from the Reserve Account and which cannot be cured by monies in the Reserve Account or any other fund or account held pursuant to the Trust Agreement and available for such purpose. If any such Reserve Facility is substituted for monies on deposit in the Reserve Account, the excess monies in the Reserve Account shall be applied to satisfy any deficiency in any of the funds and accounts, and any remaining balance shall be deposited with the Co-Trustee to the credit of the Improvement Fund. If a disbursement is made from a Reserve Facility, the County shall be obligated, in accordance with the provisions of the Trust Agreement, to either (i) reinstate such Reserve Facility, (ii) deposit monies in the Reserve Account, or (iii) undertake a combination of such alternatives.

In the event the Reserve Account is at any time funded with more than one Reserve Facility, any required draw under such facilities shall be made on a pro-rata basis thereunder; provided, however, that if at the time of such draw the Reserve Account is only partially funded with one or more Reserve Facilities, prior to drawing on such facilities, there shall first be applied any cash and securities on deposit in the Reserve Account and, if after such application a deficiency exists, the Trustee shall make up the deficiency by drawing on such facilities as provided in this paragraph. Amounts drawn or paid under a Reserve Facility shall be reimbursed to the provider thereof in accordance with the terms and provisions of the reimbursement or other agreement governing such facility entered into between the County and such provider.

Reserve Maintenance Fund

From the monies remaining in the Revenue Fund after making the required deposits to the Bond Service Account, Redemption Account and Reserve Account described above, there shall be deposited with the Co-Trustee to the credit of the Reserve Maintenance Fund the amount required to make the amount deposited during such fiscal year equal to the amount recommended by the Consulting Engineers in a report prepared after an annual inspection of the Port Authority Properties by the Consulting Engineers or such greater amount as may from time to time be directed by the Director in writing to the Co-Trustee, such amount to be increased or decreased in accordance with any amendments to the Annual Budget of Capital Expenditures.

Monies held for the credit of the Reserve Maintenance Fund shall be used only for paying all or part of the cost of unusual or extraordinary maintenance or repairs, renewals and replacements, the cost of replacing equipment, and premiums on insurance required by the Trust Agreement; provided, however, that monies in said Fund may also be disbursed:

(a) To meet an emergency caused by some extraordinary occurrence, so characterized by a certificate signed by the Consulting Engineers and filed with the Co-Trustee and accompanied by a certificate from the Director stating that funds to the credit of the Revenue Fund are insufficient to meet such emergency,

(b) To pay interest due on the Outstanding bonds and the principal on serial bonds, or the deposits required to be made to the credit of the Redemption Account, in the event the monies to the credit of the Bond Service Account and the Reserve Account are insufficient for such purpose, and

(c) To pay any additional amount necessary to repair, replace or reconstruct damaged or destroyed property over and above any proceeds of insurance covering such damaged or destroyed property.

Monies may also be transferred from the Reserve Maintenance Fund to the Revenue Fund if the County shall direct the same by resolution and the Consulting Engineers shall certify that the amount to be transferred is not required for the purposes for which the Reserve Maintenance Fund was created.

Improvement Fund

The balance of any monies remaining in the Revenue Fund after making the required deposits to the Bond Service Account, the Redemption Account, the Reserve Account and the Reserve Maintenance Fund described above shall be deposited with the Co-Trustee to the credit of the Improvement Fund; provided, however, that the County may by resolution direct the Trustee to deposit all or part of such balance from the Revenue Fund to the credit of the Redemption Account.

Monies held for the credit of the Improvement Fund may be disbursed by the County from time to time for any airport or airport-related purpose, and for the retirement of any bonds issued under the provisions of the Trust Agreement or may be pledged by the County to the payment of any bonds or other obligations issued or assumed by it. Unencumbered funds in the Improvement Fund shall be used to make up a deficiency in any Series Account in the Construction Fund in the amount required to complete payment of the cost of any Improvements or Project payable from such Series Account.

There may also be deposited to the credit of the Improvement Fund any monies received by the County from any property or facilities owned or operated by it which do not constitute a part of the Port Authority Properties.

Alternate Provisions for Certain Bonds and Hedge Agreements

A resolution authorizing the issuance of a particular Series of bonds may provide alternative provisions relating to the payment of the principal of and interest on such bonds, in which event deposits to the credit of the Bond Service Account, the Redemption Account and the Reserve Account on account of the bonds of such Series, shall, if and to the extent provided in, or pursuant to, such resolution, be made at such times and in such amounts, and may be set aside and held for the account of and disposition by the County, all as shall be provided in such resolution.

The County may authorize, by resolution, a Hedge Agreement with respect to any Series of bonds, including any Outstanding bonds and any bonds thereafter issued under the Trust Agreement. Such resolution may provide for deposits to the credit of the Bond Service Account under the Trust Agreement for the payment of Hedge Obligations (but not Hedge Charges) to be made at such time and in such amounts, and to be set aside and held for the account of and for the disposition by the County all as shall be provided in such resolution; provided, however, that the Counterparty shall under no circumstances be granted a lien upon or pledge of Net Revenues ranking prior to or on a parity basis with the lien or pledge created by the Trust Agreement; and provided further, however, that Hedge Charges shall only be payable from the Improvement Fund.

Investment of Funds

Monies on deposit to the credit of any funds and accounts held under the Trust Agreement, including the Construction Fund, shall as nearly as may be practicable, be invested and reinvested, at the direction of the County, in Authorized Investments. Monies on deposit to the credit of the Reserve Account shall, as nearly as practicable, be

invested and reinvested by the Trustee, at the direction of the County, in Authorized Investments which shall mature or which shall be subject to redemption at the option of the holder not later than fifteen (15) years after the date of such investment.

Monies on deposit to the credit of the Revenue Fund, the Reserve Maintenance Fund and the Improvement Fund shall be invested by the Co-Trustee, at the direction of the County, in Authorized Investments having such maturities as specified in a certificate of the County.

The Trustee or Co-Trustee, as applicable, shall value Authorized Investments credited to the Funds and Accounts upon request of the County but, in any event, on September 30 of each fiscal year, at the market value thereof.

Temporary Financing

The County may at any time or times issue its notes or other obligations to finance temporarily any of the Improvements or Projects for which it may issue additional bonds under the Trust Agreement, payable not from Revenues, but solely from the proceeds of such bonds or from any unencumbered monies in the Improvement Fund. If additional bonds are issued under the Trust Agreement to pay such notes or obligations, the Improvements or Project financed with such notes or other obligations shall then constitute a part of the Port Authority Properties.

Issuance of Additional Bonds

The County may issue additional bonds payable on a parity basis with the bonds under the Trust Agreement (the "Additional Bonds") at any time or times for the purpose of paying all or part of the cost of any additional Improvements or Project or any portions thereof, including the payment of any notes or other obligations of the County or the repayment of any advances made from any source to temporarily finance such cost, and for making a deposit to the Reserve Account in an amount not to exceed the increase in the Reserve Account Requirement related to the issuance of such Series of bonds. Such bonds shall not be authenticated by the Trustee, in accordance with the then-current form of the Trust Agreement, until the following documents, among others, have been received and the following conditions have been met:

- (a) A copy of the resolution authorizing the issuance of the Additional Bonds.
- (b) If not provided in the resolution under (a) above, a copy of the resolution awarding such Additional Bonds and directing the authentication and delivery of such Additional Bonds to or upon the order of the principal underwriters upon payment of the purchase price therefor.
- (c) A statement, signed by the Consulting Engineers certifying that the construction or acquisition of the Improvements or Project described in the resolution authorizing the issuance of such Additional Bonds is, in their opinion, necessary to place or maintain the Port Authority Properties in proper condition for their safe, efficient and economic operation or to preserve, extend, increase or improve the service rendered by the Port Authority Properties, and giving their estimate of the total cost of the Improvements or Project or portions thereof (including a reserve for contingencies), to be financed in whole or in part by the issuance of such Additional Bonds.
- (d) To the extent necessary for purposes of (h)(ii) below, a statement, signed by the Traffic Engineers, giving their estimates (taking into account the information contained in item (iv) of the certificate of the Director mentioned in (e) below) of:
 - (i) The amounts of the Current Expenses in each of the five fiscal years immediately following the date of said statement or, if interest on the Additional Bonds is to be paid from proceeds of such Additional Bonds, in each of the five fiscal years immediately following the last date on which interest on such Additional Bonds is to be paid from proceeds of such Additional Bonds, and
 - (ii) The amount of annual Net Revenues in each of the five fiscal years immediately following the date of said statement or, if interest on the Additional Bonds is to be paid from proceeds of such Additional Bonds,

in each of the five fiscal years immediately following the last date on which interest on such Additional Bonds is to be paid from proceeds of such Additional Bonds.

(e) A certificate, signed by the Director (and approved by the Trustee as to item (i) below and by the Traffic Engineers as to any adjustments described in item (iii) below), setting forth:

(i) The amount of the Principal and Interest Requirements for each succeeding fiscal year on account of all bonds then Outstanding and the Additional Bonds,

(ii) The amount, if any, which is then available or will be made available for paying the cost of such Improvements or Project or portions thereof and the source or sources from which such amount has been or will be received,

(iii) To the extent necessary for purposes of (h)(ii) below, the amount of Net Revenues for any period of 12 consecutive calendar months selected by the County out of the eighteen calendar months immediately preceding the date of said certificate (the "Computation Period"); provided, however, that if the rates and charges for the use of, and for the services and facilities furnished by, the Port Authority Properties shall have been revised prior to the date of such certificate, the Net Revenues for the Computation Period may be adjusted to reflect the amounts which would have been received had such rates and charges been in effect throughout the Computation Period, and

(iv) If interest on the Additional Bonds is to be paid from proceeds of such Additional Bonds, the last date on which interest on such Additional Bonds is expected to be paid from proceeds of such Additional Bonds.

(f) A certificate of the Director stating that the County is not in default under any provisions of the Trust Agreement.

(g) An opinion of the County Attorney stating that the proposed Additional Bonds have been duly authorized and all conditions to their delivery have been met.

(h) The Trustee has determined that:

(i) The proceeds (excluding accrued interest) of such Additional Bonds to be applied to the costs of the Improvements or Project or portions thereof to be financed in whole or in part by the Additional Bonds, together with any other funds made available therefor, shall be not less than the estimated total cost of the Improvements or Project or portions thereof to be financed in whole or in part by the Additional Bonds;

(ii) The certificate of the Director mentioned in (e) above by the largest amount of Principal and Interest Requirements shown for any fiscal year in item (i) of said certificate mentioned in (e) above shall not be less than 120%, or the percentages derived by dividing the amount of Net Revenues for each of the fiscal years shown in item (ii) of the statement of the Traffic Engineers mentioned in (d) above by the amount of Principal and Interest Requirements shown for the corresponding fiscal years in item (i) of the certificate of the Director mentioned in (e) above shall not be less than 120%; and

(iii) The amount to the credit of the Reserve Account in the Sinking Fund (including amounts available under any Reserve Facilities) shall be not less than the amount then required to be on deposit to the credit of the Reserve Account at such time under the terms of the Trust Agreement.

The proceeds of any such Additional Bonds, exclusive of accrued interest, are to be deposited in the Reserve Account to the extent necessary and the balance is to be deposited with the Co-Trustee to the credit of the related Series Account in the Construction Fund.

The Trust Agreement also provides an alternative for the issuance of Additional Bonds for completion of any Improvements or a Project in the event that the bonds initially issued for such Improvements or Project are insufficient to complete that Improvement or Project. Such Additional Bonds may be issued without meeting the requirements

set forth in (a) through (h) above in order to provide additional funds for completion of Improvements or Projects, as shown by a resolution of the Board and a statement of the Consulting Engineers. Such Additional Bonds shall constitute a part of the same Series of the bonds as the bonds initially issued for the uncompleted Improvement or Project. Such Additional Bonds shall bear the same date as the bonds initially issued for such Improvements or Projects, but may be made subject to redemption at different times and prices. If the bonds initially issued were serial bonds, then the Additional Bonds shall be serial bonds maturing in annual installments beginning not earlier than one year after their delivery and ending in the year of the latest stated maturity of the bonds initially issued, and the annual installments shall be in such amounts that the Principal and Interest Requirements of such Additional Bonds shall be as nearly equal as the County deems practicable. If the bonds initially issued shall consist of term bonds or both serial bonds and term bonds, then the Additional Bonds shall be term bonds maturing on the same date as the term bonds initially issued, and the resolution authorizing the Additional Bonds shall fix, or provide for the fixing of, the Amortization Requirements for such Additional Bonds, beginning not earlier than one year after the date of delivery of such Additional Bonds and being that percentage, as nearly as practicable, of the Amortization Requirements for the term bonds initially issued which is derived by dividing the principal amount of the Additional Bonds by the principal amount of the term bonds initially issued. If an issue of Additional Bonds meets the requirements set forth in (a) through (h) above, such Additional Bonds do not have to meet the requirements set forth in this paragraph.

Issuance of Refunding Bonds

The County may issue revenue refunding bonds payable on a parity basis with the Bonds issued under the Trust Agreement (the "Refunding Bonds") to:

(a) Refund at their maturity all or any portion of the Outstanding bonds of any Series which mature within 3 months thereafter. Such Refunding Bonds shall mature in a year not earlier than the year of the latest stated maturity of any bonds then Outstanding under the Trust Agreement.

(b) Redeem prior to or paying at their maturity all or any portion of the Outstanding bonds of any Series issued under the provisions of the Trust Agreement, including the payment of any redemption premium thereon and interest to accrue thereon to the date fixed for their redemption or maturity, as applicable, paying costs of issuance with respect thereto and making a deposit to the Reserve Account in an amount not to exceed the increase, if any, in the Reserve Account Requirement relating to the issuance of such Series Refunding Bonds.

(c) Refund all or any portion of obligations then outstanding which have not been issued under the provisions of the Trust Agreement for the payment of which there are pledged revenues of any airport or airport-related project or projects.

Refunding Bonds may be issued only if there shall be filed with the Trustee (i) a copy of the resolution authorizing such Refunding Bonds, (ii) if not provided in the resolution under (i) above, a copy of the resolution awarding such Refunding Bonds and directing the authentication and delivery of such Refunding Bonds, (iii) an opinion of the County Attorney stating that the issuance of such Refunding Bonds has been duly authorized and all conditions precedent thereto have been fulfilled and (iv) if such Refunding Bonds are to be issued for the purpose of redeeming bonds of any Series prior to their stated maturity, such documents as shall be required by the Trustee to show that provision has been duly made in accordance with the Trust Agreement for the redemption of all bonds to be refunded which are to be redeemed prior to their stated maturity.

Refunding Bonds may only be issued for the purpose described in (b) above if, among other conditions described in the Trust Agreement, either (A) the total Principal and Interest Requirements for the Refunding Bonds during their term is less than the total Principal and Interest Requirements for the bonds to be refunded during their term, (B) the percentage derived by dividing (i) the Net Revenues for the Computation Period by (ii) the maximum amount of Principal and Interest Requirements for any succeeding fiscal year on account of all bonds theretofore issued under the provisions of the Trust Agreement and then Outstanding (other than the refunded bonds) and the proposed Refunding Bonds, as set forth in a certificate of the Director, approved by the Traffic Engineers as to (i) above to the extent of any adjustments to Net Revenues and approved by the Trustee as to item (ii) above, shall not be less than 120%, or (C) the percentages derived by dividing (i) the estimated amount of annual Net Revenues in each of the five fiscal years immediately following delivery of the Refunding Bonds (such Net Revenues to be determined from the Revenues and Current Expenses as estimated by the Traffic Engineers in a statement signed by

the Traffic Engineers) by (ii) the amount of the Principal and Interest Requirements for each of such five fiscal years on account of all bonds theretofore issued under the provisions of the Trust Agreement and then Outstanding (other than the refunded bonds) and the proposed Refunding Bonds, as set forth in a certificate of the Director, shall not, in each such year, be less than 120%.

Issuance of Refunding Bonds for the purpose described in (c) above may be undertaken only if, among other conditions described in the Trust Agreement, (A) the percentages derived by dividing the estimated amount of annual Net Revenues of the Port Authority Properties, including the project or projects financed with the obligations to be refunded, in each of the five fiscal years immediately following delivery of such Refunding Bonds, as estimated by the Traffic Engineers in accordance with the terms of the Trust Agreement, by the amount of the Principal and Interest Requirements for the corresponding fiscal years for all bonds then Outstanding and the proposed Refunding Bonds shall not, in each such year, be less than 120%, and (B) the County is not then in default under the Trust Agreement and there is no deficiency in the Reserve Account in the Sinking Fund.

Refunding Bonds issued for any of the above purposes shall mature not later than forty years from their date and may be subject to redemption prior to maturity (including from Amortization Requirements for any term bonds).

Other Types of Bonds, Credit Enhancement and Hedge Agreements

The County may (i) provide that any bonds authorized to be issued under the Trust Agreement may be issued as capital appreciation bonds, capital appreciation and income bonds, convertible bonds, put bonds, variable rate bonds or such other types of bonds as may be marketable from time to time, or any combination thereof, (ii) provide that such bonds shall be additionally secured by a Credit Facility and/or Liquidity Facility, (iii) enter into agreements with any bank, dealer in tax exempt bonds or other institution for the remarketing of bonds which have been tendered for payment, (iv) enter into agreements with any bank or other financial institution providing a Credit Facility or Liquidity Facility for the reimbursement of funds advanced under such Credit Facility or Liquidity Facility, and (v) enter into Hedge Agreements.

For purposes of determining the principal amount of a capital appreciation bond or a capital appreciation and income bond for redemption, acceleration or computation of the amount of bonds held by the holder thereof in giving any notice, consent, request or demand pursuant to the Trust Agreement for any purpose whatsoever, the principal amount of a capital appreciation bond shall be deemed to be its Accreted Value and the principal amount of a capital appreciation and income bond shall be deemed to be its Appreciated Value.

Use of Port Authority Properties

The County covenants that it will establish and enforce reasonable rules and regulations governing the use of the Port Authority Properties and the operation thereof, that all compensation, salaries, fees and wages paid by it in connection with the maintenance, repair and operation of the Port Authority Properties will be reasonable, that no more persons will be employed by it than are necessary, and that it will maintain and operate the Port Authority Properties in an efficient and economical manner, that it will at all times maintain the same in good repair and in sound operating condition and will make all necessary repairs, renewals and replacements.

Disposal of Port Authority Properties

The County covenants that except as otherwise permitted in the Trust Agreement it will not sell or otherwise dispose of or encumber the Port Authority Properties or any part thereof and will not create or permit to be created any charge or lien on the Revenues thereof ranking equally with or prior to the charge or lien on such Revenues of the bonds issued under and secured by the Trust Agreement; provided, however, that the County may, from time to time, sell or otherwise dispose of property forming part of the Port Authority Properties, if the Director shall determine that such property is no longer needed or is no longer useful in connection with the construction or operation and maintenance of the Port Authority Properties (with any proceeds thereof to be applied to the replacement of the property so sold or disposed of or deposited to the credit of the Redemption Account in the Sinking Fund, the Reserve Maintenance Fund or the Revenue Fund as the Board shall determine by resolution).

Bonds Secured Otherwise Than by the Trust Agreement

Nothing in the Trust Agreement is to be construed as preventing the issuance by the County of obligations secured by other than the revenues pledged as security for the bonds issued under the provisions of the Trust Agreement. The County covenants, however, that: (1) none of the Revenues of the Port Authority Properties will be used for any purpose other than as provided in the Trust Agreement, (2) it will not construct or consent to the construction of any project (including any building or structure at Miami International Airport) other than such projects as shall be financed by Additional Bonds under the Trust Agreement unless there shall be filed with the Clerk of the Board (a) a statement, signed by the Traffic Engineers, certifying that in their opinion, the operation of such project will not affect the County's compliance with the rate covenant set forth in the Trust Agreement and (b) a statement, signed by the Consulting Engineers, certifying that the operation of such project will not impair the operating efficiency of the Port Authority Properties, and (3) no contracts will be entered into or any action taken that would impair or diminish the rights of the Trustee, the Co-Trustee, and the bondholders. An airport or airport-related project financed by obligations not issued under the Trust Agreement may be added to the Port Authority Properties by resolution of the Board if the amount of the annual Net Revenues of the Port Authority Properties including such project in each of the five fiscal years immediately following the inclusion of such project in the Port Authority Properties, as estimated by the Traffic Engineers in accordance with the terms of the Trust Agreement, after deducting the amount of the average annual deposits estimated by the Consulting Engineers to be required to be made to the credit of the Reserve Maintenance Fund in such five fiscal years, will, in each such fiscal year, be not less than 120% of the Principal and Interest Requirements for such fiscal year on account of all bonds then Outstanding under the Trust Agreement.

Insurance

The County covenants that it will maintain a practical insurance program, with reasonable terms, conditions, provisions and costs which the Director determines, with the approval of an independent risk management consultant having a nationwide and favorable repute for skill and experience in such work selected by the County, will afford adequate protection against loss caused by damage to or destruction of the Port Authority Properties or any part thereof and also such comprehensive public liability insurance on the Port Authority Properties for bodily injury and property damage and in such amounts as may be approved by such independent risk management consultant.

All such insurance policies shall be carried in a responsible insurance company or companies authorized and qualified under the laws of the State of Florida to assume the risks thereof.

The proceeds of all such insurance covering damage to or destruction of Port Authority Properties shall be deposited with the Co-Trustee and shall be available for and shall, to the extent necessary and in the opinion of the Consulting Engineers desirable, be applied to the repair, replacement or reconstruction of the damaged or destroyed property, and shall be paid out in the manner provided in the Trust Agreement for payments from the Construction Fund. If such proceeds are more than sufficient for such purpose, the balance remaining shall be deposited to the credit of the Reserve Maintenance Fund. If such proceeds shall be insufficient for such purpose, the deficiency shall be supplied out of any monies in the Reserve Maintenance Fund.

Engineers

The County covenants to employ an independent engineer or engineering firm or corporation having a nationwide and favorable repute for skill and experience in such work for the purpose of carrying out the duties imposed on the Consulting Engineers as detailed in the Trust Agreement, and to employ an independent engineer or engineering firm or corporation having a nationwide and favorable repute for skill and experience in such work to perform the duties imposed on the Traffic Engineers by the Trust Agreement.

Audits and Reports

The County covenants to keep accurate records and accounts of the Revenues of the Port Authority Properties, of the application of such Revenues and of all items of costs and expenditures relating to the Port Authority Properties. Such records and accounts shall be open to the inspection of all interested persons.

The County also covenants to file monthly with the Trustee and Co-Trustee and mail to the Consulting Engineers and each bondholder who has filed his name and address with the County for such purpose, any revisions of the rates and charges for the Port Authority Properties made during the preceding calendar month and a report of the preceding calendar month setting forth the Revenues and Current Expenses of the Port Authority Properties, the deposits to, and withdrawals from, each special fund and account created under the Trust Agreement, the details of all bonds issued, paid, purchased or redeemed, a balance sheet as of the end of such month, the balance in each fund and account and the details of investments thereof and the proceeds received from any sales of property.

The County further covenants that it will cause an audit of its books and accounts to be made annually by an independent firm of certified public accountants of recognized ability and standing, and that it will cause an annual report of the operations of the Port Authority Properties covering matters usually contained in annual reports for similar properties, to be prepared and filed with the County, the Consulting Engineers, the Trustee, the Co-Trustee, each provider of a Credit Facility and each bondholder who shall have filed his name and address with the County for such purposes. Such annual reports shall be open to the inspection of all interested persons.

Defeasance

If, in addition to any requirements set forth in any resolution authorizing the issuance of a particular Series of bonds, when the bonds secured under the Trust Agreement shall have become due and payable in accordance with their terms or shall have been duly called for redemption or irrevocable instructions to call the bonds for redemption shall have been given by the County to the Trustee, the whole amount of the principal and the interest and the premium, if any, so due and payable upon all of the bonds and coupons then Outstanding shall be paid or sufficient monies, Government Obligations, or a combination of monies and Government Obligations, shall be held by the Trustee or the Paying Agents for such purpose, and provision shall also be made for paying all other sums payable under the Trust Agreement by the County, then and in that case the right, title and interest of the Trustee and of the Co-Trustee shall thereupon cease, determine and become void, and the Trustee and the Co-Trustee in such case, on demand of the County, shall release the Trust Agreement and shall execute such documents to evidence such release as may be reasonably required by the County, and shall turn over to the County or to such officer, board or body as may then be entitled by law to receive the same any surplus in any account in the Sinking Fund and all balances remaining in any other funds or accounts other than monies held for redemption or payment of bonds or coupons; otherwise the Trust Agreement shall be, continue and remain in full force and effect.

For purposes of the above paragraph, Government Obligations shall be deemed sufficient to pay or redeem bonds if the principal of and interest on such Government Obligations, when due, will be sufficient to pay the principal and the interest and the redemption premium, if any, due on the bonds.

Amendments or Modifications

Any of the provisions of the Trust Agreement may be modified or amended from time to time by supplemental agreements entered into by the County and Trustees upon the consent of the holders of not less than two-thirds in an aggregate principal amount of the bonds then Outstanding, provided that any such modification or amendment will not permit (a) extension of the maturity of the principal of or the interest on any bond, (b) a reduction of the principal amount of any bond or the redemption premium or the rate of interest of any bond, (c) the creation of a lien or a pledge of revenues ranking prior to or on a parity basis with the lien or pledge created by the Trust Agreement, (d) a preference or priority of any bond or bonds over any other bond or bonds, or (e) a reduction in the aggregate principal amount of the bonds required for consent to such supplemental agreements.

The County and the Trustees may, without the consent of the bondholders, enter into supplemental agreements to cure any ambiguity, formal defect or omission in the Trust Agreement or any supplemental agreement or to grant to or confer upon the Trustees or either of them for the benefit of the bondholders any additional rights, remedies, powers, authority or security that may lawfully be granted to or conferred upon the bondholders or the Trustees or either of them.

So long as the provider of a Credit Facility has not defaulted in its obligations thereunder, such provider will be deemed the holder of all bonds secured by such Credit Facility for purposes of any required consents and approvals to such supplemental agreements from the holders of bonds.

The holders of any Series of bonds to be issued under the Trust Agreement shall be deemed to have consented to a supplemental agreement if the principal underwriters of such Series of bonds shall consent in writing to such supplemental agreement and the nature of such supplemental agreement is disclosed in any offering document pursuant to which such Series of bonds is being offered for sale.

Remedies of Bondholders

The Trust Agreement defines events of default as (i) the failure to pay the principal of and any redemption premium on any of the bonds and, if provided in, or pursuant to, the resolution authorizing the issuance of a particular Series of bonds, payment of the purchase price thereof, when the same shall become due and payable, whether at maturity, pursuant to optional or mandatory tender or upon call for redemption or otherwise, (ii) the failure to pay interest within 10 days after the same shall become due and payable, (iii) the failure to deposit to the credit of the Redemption Account in any fiscal year an amount equal to the Amortization Requirement for such fiscal year for the term bonds of each Series then Outstanding, (iv) the County shall for any reason be rendered incapable of fulfilling its obligations under the Trust Agreement, (v) a final judgment for the payment of money shall be rendered against the County as a result of the ownership, control or operation of the Port Authority Properties and not discharged, appealed or stayed within 60 days from the entry thereof, (vi) a receiver of the Port Authority Properties or the Revenues shall have been appointed and, if such appointment was without the consent or acquiescence of the County, shall not have been vacated, stayed, or discharged within 60 days after the entry of an order or decree appointing said receiver, (vii) any proceeding shall be instituted with the consent and acquiescence of the County, for the purpose of effecting a composition or adjustment of claims between the County and creditors pursuant to any federal or state statute, if such claims are payable out of Revenues, and (viii) the default by the County, after 30 days' notice thereof by the Trustee, in the due and punctual performance of any of the covenants or provisions in the bonds or in the Trust Agreement, provided that if such default shall be of a type which can be remedied but not within 30 days, it shall not constitute an event of default if the County in good faith begins and diligently pursues to remedy such default within such 30-day period.

The Trust Agreement provides that failure to meet the minimum requirements, set forth in subparagraphs (ii) and (iii) under the caption "SECURITY FOR THE SERIES 2024 BONDS – Rate Covenant" in the main body of the Official Statement, in any fiscal year, of the Reserve Maintenance Fund or the Sinking Fund does not in itself constitute an event of default if the County shall comply with all recommendations of the Traffic Engineers as to rates and charges; however, the Trustee or the holders of not less than a majority in principal amount of bonds Outstanding may, or upon the request of the holders of not less than a majority, in principal amount of bonds Outstanding, and upon being indemnified to its satisfaction, the Trustee shall institute appropriate action to compel the County to revise the rates and changes.

In the event of default, the Trustee may, and upon the request of the holders of not less than a majority in principal amount of the bonds Outstanding shall, declare the principal of all Outstanding bonds to be due and payable immediately. The Trustee may, and upon the request of the holders of not less than a majority in principal amount of the Outstanding bonds shall, proceed to protect and enforce its rights and the rights of the bondholders by such suits, actions or special proceedings in equity or at law as the Trustee being advised by counsel shall deem most effectual to protect and enforce such rights. Anything in the Trust Agreement to the contrary notwithstanding, the holders of a majority in principal amount of bonds then Outstanding shall have the right, subject to the obligation to indemnify the Trustee pursuant to the terms of the Trust Agreement, to direct the method and place of conducting all remedial proceedings, to the extent lawful and in the opinion of the Trustee not unjustly prejudicial to other bondholders not parties to such directions. No remedy is intended to be exclusive of any other remedy or remedies, and each and every remedy is cumulative and is in addition to every other remedy given under the Trust Agreement or existing at law.

No holder of any of the bonds, except as described above, shall have any right to institute any suit, action, mandamus or other proceedings in equity or at law for the enforcement of any right under the Trust Agreement or the laws of Florida, unless such holder previously shall have given to the Trustee written notice of the event of default or breach of trust or duty on account of which such suit, action or proceeding is to be taken, and unless the holders of not less than a majority in principal amount of the Outstanding bonds shall have made written request of the Trustee after the right to exercise such powers or right of action, as the case may be, shall have accrued, and shall have afforded the Trustee a reasonable opportunity either to exercise its granted powers or to institute such action, suit or proceedings, and unless there shall have been offered to the Trustee reasonable security and indemnity against the costs, expenses

and liabilities to be incurred therein or thereby, and the Trustee shall have refused or neglected to comply with such request within a reasonable time.

So long as the provider of a Credit Facility has not defaulted in its obligations thereunder, such provider will be deemed the holder of all bonds secured by such Credit Facility for purposes of exercising the rights of the holders of bonds upon the occurrence of any event of default.

APPENDIX C

**SUMMARY OF CERTAIN PROVISIONS OF THE 2018 AIRLINE USE AGREEMENT AND THE
PREFERENTIAL GATE USE AGREEMENT**

[THIS PAGE INTENTIONALLY LEFT BLANK]

SUMMARY OF CERTAIN PROVISIONS OF THE 2018 AIRLINE USE AGREEMENT AND THE PREFERENTIAL GATE USE AGREEMENT

I. THE 2018 AIRLINE USE AGREEMENT

The 2018 Airline Use Agreement ("2018 AUA") sets forth the operating privileges and responsibilities at Miami International Airport ("MIA" or the "Airport") for an airline operating at MIA that has signed the 2018 AUA (a "Signatory Airline" or "Airline"). The 2018 AUA does not lease or convey any property interest to the Signatory Airline and is effective as to any successor governing authority of the Airport.

The following is a summary of certain provisions of the 2018 AUA. This summary does not purport to be complete. A copy of the 2018 AUA is on file and available at the office of the Aviation Department for a review of its complete terms. Terms not defined in this Summary or in this Official Statement shall have meanings set forth in the 2018 AUA.

Under the 2018 AUA, each Signatory Airline agrees that its obligations to pay landing fees and aviation charges, whether incurred for operations at MIA or any other airport within the County's Airport System (the "Airport System"), shall continue beyond any expiration of the agreements for so long as the Signatory Airline operates at MIA or such other airport in the Airport System and bonds are outstanding under the Trust Agreement or any successor trust indenture. Conversely, if the Signatory Airline discontinues its operations at a County airport, the Signatory Airline has no further obligation to the airport at which it operated other than for payment of incurred charges.

The Signatory Airline agrees to pay whatever landing fees and aviation charges are established by the County from time to time, and agrees that (1) the Landing Fee Rate may be based on a residual method of calculation as set forth in Tab G of the 2018 AUA and discussed below, and (2) Terminal Building fees may be based on the cost-based equalized rate-setting methodology described in Tab H3 of the 2018 AUA. The County may modify such methodologies after consultation with the Signatory Airlines or the Miami Airport Affairs Committee (the "MAAC"), to comply with its requirements under the Trust Agreement or under federal law, or as a result of a modification approved by the Board of County Commissioners (the "Board") resulting after such consultation.

Each Signatory Airline agrees that the Passenger Facility Charge revenue belongs to the Airport and not the Airline. Each Signatory Airline further agrees that it will (1) comply with all rules and regulations of the Airport, (2) indemnify and reimburse the County for any failure to so comply, (3) comply with all applicable noise abatement regulations, (4) obtain appropriate airline operating certificates and liability insurance, (5) comply with all security requirements and directives, (6) not discriminate in violation of applicable law, and (7) control its employees in the use of the Airport. The Signatory Airline acknowledges the primacy of the Trust Agreement.

Each Signatory Airline agrees that the MAAC shall represent the interests of all MIA Airlines for voting on matters on which the 2018 AUA requires a decision and that any Majority-In-Interest ("MII") decision by the MAAC required by the 2018 AUA shall be binding on the Signatory Airline. A Majority-In-Interest of the MAAC Airlines shall be defined as those Signatory Airlines (a) that are members in good standing of the MAAC, (b) having not less than 51% in number of the then existing MAAC members and (c) which collectively with their Affiliated Airlines represent more than 25% of the total landed weight for which Landing Fees were paid during the previous Fiscal Year by all MAAC Airlines and their Affiliated Airlines. An "Affiliated Airline" is any Airline of a designated relationship to the Signatory Airline that is shown on the Signatory Airline's Tab F of its AUA as being an Airline for which the Signatory Airline has agreed to be financially responsible.

Capital Projects Not Subject to MII Review

Without submitting a Capital Project for review by a MII of the MAAC, the Aviation Department may incur costs to plan, program, design and construct any Capital Project that is considered an Exempt Project as described by one or more of the following specific provisions: (1) Capital Projects that will be classified as Non-Port Authority Properties, provided they will cause no increase in Airline Costs Per Enplaned Passenger (as defined below), (2) Capital Projects whose individual estimated net costs (i.e., project costs less equity sources such as grants or PFC revenue) do not exceed \$15 million (expressed in 2018 dollars), (3) Capital Projects that are financed by special facility revenue bonds not payable from Airport System funds, (4) Capital Projects that are financed by a tenant or third-party

source and not subject to reimbursement from Airport System funds, (5) Capital Projects in connection with the reclassification to Port Authority Properties, (6) Capital Projects required under the Trust Agreement as certified by the Consulting Engineers, (7) Capital Projects required to comply with a rule, regulation, order or requirement of any federal, state or governmental agency, (8) Capital Projects necessary to settle lawful claims, satisfy judgments or comply with judicial orders against the County by reason of its ownership, operation, maintenance or use of the Port Authority Properties or parts thereof, (9) Capital Projects needed as a result of an emergency, (10) Capital Projects needed to repair or replace casualty damage, provided that costs are funded to the maximum extent possible from insurance proceeds and funds collected for such losses from subrogation efforts, (11) Capital Projects that will be paid for by one or more Airlines, (12) Capital Projects in the form of an improvement that an Airline desires and will pay for based on an agreement between the Airline and the Aviation Department, and (13) Capital Projects previously approved by the MIIs, but if the Net Project Costs are estimated to increase by more than 20%, another MII review is required. The term Net Project Costs means Total Project Costs of a Capital Project less equity funding sources such as grants or PFC revenues.

All non-Exempt Projects require a MII review, which shall consist of a disapproval review or moratorium based on whether the projected Airline Costs Per Enplaned Passenger ("CEP") is above a stated level, as expressed in 2018 dollars. The CEP means the ratio created by dividing Airline Costs at the Airport for a Fiscal Year by Enplaned Passengers at the Airport for the same Fiscal Year. "Airline Costs" means that portion of Airport Revenues received by the County from Airlines in payment of (1) rents, fees and charges for use and occupancy of the Terminal Building, concourses and facilities related to the processing of air passengers and to the accommodation of passenger aircraft for loading and unloading of passengers and their bags and (2) landing fees and Aviation Activities fees at airports in the Airport System.

Moratorium Review

If the CEP is \$35.00 (in 2018 dollars) or below, then a Disapproval Review is required and if the CEP exceeds \$35.00 (in 2018 dollars) in 6 or more years of the 10-year projection period, the Aviation Department may not incur costs on Capital Projects, except under the following procedures:

(a) Each Capital Project that is not an Exempt Project shall be deemed to be approved by the MIIs unless responses from the MIIs disapprove the submitted Capital Project within 45 days.

(b) If the Capital Project is disapproved, the County may resubmit the Capital Project to the MAAC after 180 days and the resubmitted Capital Project is deemed approved unless responses from the MIIs disapprove the Capital Project within 45 days.

(c) If the Capital Project is disapproved again, the Capital Project may not go forward until the CEP falls below \$35 (in 2018 dollars) and in that event, the Aviation Department may submit it to the Board for approval as the basis to move forward with the Capital Project once the Board approval is received.

Aviation User Credit Program

Each Signatory Airline is entitled to participate in the Aviation User Credit Program ("AUCP"). The Aviation Department is entitled to collect all fees for an Airline's use of the Airport in cash each time an Airline uses the Airport. To avoid the administrative inconvenience to the Aviation Department and to the Airline of collecting such cash payments or their equivalent at each time of use, the 2018 AUA permits the Signatory Airline to participate in the AUCP under which the Airline self-reports and self-pays the designated Aviation Fees by the 15th calendar day following the month in which the fees were incurred. The Aviation Department may also elect to directly bill the Airline with payment still due by the 15th calendar day.

"Aviation Fees" refers to the fees and charges specifically established from time to time by the Board. Aviation Fees include Aviation User Fees and all other fees and charges established by the Board from time to time.

"Aviation User Fees" include landing fees, aircraft parking fees, Concourse Use Fees (for both domestic and international flights), Preferential Gate Use Fees, Common Use Gate Concourse Fees, International Facilities Fees,

inbound and outbound baggage fees, loading bridge fees, all other gate-related fees, terminal building fees for facilities, equipment, and services, and other uses of the landing areas, taxiways, and ramps.

An Airline is allowed up to 90 days to participate in the AUCP. If the Airline fails to both sign the 2018 AUA and participate in the AUCP within the 90-day period after initiating service to the Airport, the Airline must pay 110% of the fees, retroactive to the effective date of the 2018 AUA or the Airline's first day of service. If the Airline then fails to sign and participate in the AUCP within a second 90-day period, the Airline must start paying 150% of the Aviation Activities fees, retroactive to the effective date of the 2018 AUA or the Airline's first day of service (with credit for the 10% already paid), until the Airline signs the 2018 AUA and participates in the AUCP.

Landing Fees

The Aviation Department calculates the Landing Fee Rate to be effective as of October 1 of each year based upon the annual budget for the Port Authority Properties and estimates of Total Landed Weight. The Landing Fee Rate may be adjusted semi-annually effective April 1. If the County is required because of emergency conditions to adjust the Landing Fee Rate effective at a time other than October 1 or April 1, the Aviation Department may, after proper notification to the MIA air carriers and consultation with the MAAC, adjust the Landing Fee Rate 15 calendar days after such notification. Promptly upon the cessation of the emergency conditions requiring any such adjustment, the Aviation Department will notify the Airlines of any additional adjustment that can be made because of the cessation of such emergency conditions and the effective date upon which the adjustment will take effect.

For the use of the airfield at the Airport, each Airline shall pay the County monthly landing fees determined by multiplying its Total Landed Weight during the month by the then-current Landing Fee Rate.

The Landing Fee Rate is calculated by determining the difference between anticipated Revenue Credits and the total Revenue Requirement for the forthcoming year. The Revenue Requirement for the period of the fee calculation is estimated on a cash basis by totaling the following amounts:

- (i) Estimated Principal and Interest Requirements on Bonds issued under the Trust Agreement then outstanding and on Bonds to be issued during the period of the fee calculation;
- (ii) A coverage margin calculated as 20% of the estimated Principal and Interest Requirements;
- (iii) Estimated Current Expenses;
- (iv) Estimated change in the operating reserve for Current Expenses, which reserve is calculated as a percentage (not to exceed 20%) of estimated Current Expenses;
- (v) Estimated deposit, if any, from Revenues to the Bond Reserve Account required to meet the reserve requirement;
- (vi) Deposit to the Reserve Maintenance Fund in the amount recommended by the Consulting Engineers;
- (vii) Estimated debt service payable from Revenues on commercial paper then outstanding and on commercial paper to be issued during the period of the fee calculation, including amounts necessary to make hedge or termination payments;
- (viii) Estimated debt service and revenue covenant requirements payable from Revenues on other indebtedness (including, for example, subordinate debt, Passenger Facility Charge debt, or general obligation bonds) then outstanding and on other indebtedness to be issued during the period of the fee calculation;
- (ix) Estimated deposits to funds and accounts payable from Revenues that may be required in connection with commercial paper or other indebtedness; and

(x) Costs of Aviation Development Facilities ("ADF"), if any, that may be payable from Revenues pursuant to a merger of the Port Authority Properties ("PAP") and ADF, net of ADF revenues related to such costs. This merger of PAP and ADF occurred in May 2003.

The total Revenue Credits for the period of the Landing Fee Rate calculation is estimated on a cash basis by totaling the following amounts:

(i) Revenues to be received during the period of the fee calculation from all sources, including the transfer from the Improvement Fund and Revenues from the Non-Signatory Differential, but exclusive of Revenues from (a) landing fees, (b) interest earnings on monies in the Reserve Maintenance Fund, and (c) interest earnings on monies in the Improvement Fund; and

(ii) Revenues to be received from landing fees for aircraft landings conducted prior to the effective date of the revised Landing Fee Rate (which, for example, includes Revenues received in October for landings conducted in September when computing the October 1 Landing Fee Rate).

The resulting differential between Revenue Requirement and Revenue Credits is then divided by estimated Total Landed Weight for the period to determine the Landing Fee Rate per one thousand (1,000) pounds of aircraft weight. (When computing the October 1 Landing Fee Rate, Total Landed Weight covers the 11-month period from October through August.)

Improvement Fund Transfer

In the 2018 AUA, the Signatory Airlines acknowledge that the County (1) may deduct from the monies remaining in the Improvement Fund at the end of each Fiscal Year the sum of \$7.6 million to be deposited into the Retainage Sub-account up to a cumulative maximum balance of \$22.8 million, to be used by the Aviation Department for any lawful airport purpose, (both of these dollar amounts are subject to an annual CPI percentage adjustment, up or down, as defined in the 2018 AUA) and (2) may deposit to the Performance Sub-account 50% of the revenue amounts that exceed the break-even costs of the Cargo and Commercial Aviation Support Facilities. No maximum deposit or cumulative amount applies to the amounts in this Performance Sub-account, and monies in this sub-account may be used for any lawful airport purpose.

Use of Gates

The 2018 AUA provides for the use of the gates at MIA on either a common use or preferential use basis. Under the prior AUA, all gates were assigned by the Aviation Department on a common use basis. Under the 2018 AUA, the Aviation Department continues to assign all gates—whether common use or preferential use—but an Airline qualifying for the use of a gate on a preferential basis has the right to the use of the gate for its scheduled and non-scheduled aircraft. The Airport currently has 135 operating gates consisting of contact gates (i.e., gates having loading bridges) and ground load gates (i.e., gates requiring the passengers to access the aircraft from the ground), and the Aviation Department has assigned 88 of these gates as Preferential Use Gates. The remaining 47 gates are used on a common use basis, but the Aviation Department has the right to convert these Common Use Gates to Preferential Use Gates based on criteria specified in the 2018 AUA. In addition, the Aviation Department may convert Preferential Use Gates back to Common Use Gates if an Airline no longer qualifies for or decides to release Preferential Use Gates or if the Aviation Department has an operational need as described under specific terms set out in the 2018 AUA.

An Airline desiring to use a Preferential Use Gate determines the number of gates it qualifies for by dividing by five either (a) on a "look back" basis, a six-month rolling average aggregate total number of daily departures operated in the past by the Airline and its TAB F Affiliated Airlines, or (b) on a "look-forward" basis, the average daily departures schedule in the published OAG data that is to be operated for at least three months in the case of an entrant Airline or an existing Airline increasing its operations at the Airport. Based on the resulting whole number (fractional interests do not qualify for a Preferential Use Gate), the Airline may choose how many of its qualifying gates it will select, if available, and then sign a Preferential Gate Use Agreement (PGUA) applicable to the chosen/available gate or gates. The PGUA (discussed below) extends for the duration of the remaining period of the

2018 AUA, and the Airline is contractually committed to pay the Preferential Gate Use Fees for such entire period, unless it chooses to release a gate or gates within a 120-day period prior to May 1, 2022 or May 1, 2027.

The Aviation Department has the right to change the number and locations of Preferential Gates, to assign other Airlines to a Preferential Use Gate if the gate is not then being used, and recapture the gate if the Airline with the Preferential Gate assignment fails to 1) operate an average of five departures per day on a gate and operate an average of two international arrivals per day on any gate capable of being used for international arrival operations or 2) operate an average of five departures per day for a domestic only gate under the terms set out in the 2018 AUA.

An Airline that has been assigned a Preferential Gate will pay a Preferential Gate Use Fee, which is based on the fixed cost per square foot for an average size of a holdroom at the Airport plus an allocation of post-security circulation concourse space. Common Use Gate users will continue to be charged in a manner similar to the methodology used in the prior AUA, under which the costs related to the Common Use Gate holdroom space and allocated post-security circulation concourse space will be recovered based on an Airline's arriving and departing aircraft seats except for international arriving seats that are not pre-cleared.

The 2018 AUA made two other changes to the charging methodology for Terminal Building use. In the past, some of the terminal space costs associated with international arriving passengers (e.g., the federal inspection services area) were allocated to the Concourse Use Fee and paid for by all Airlines, domestic and international alike. Under the 2018 AUA, all such space costs have been allocated to the International Facilities Fee and charged to international arriving Airlines alone, excluding Airlines with pre-cleared international arrivals. The second change was to add the space costs related to security screening to the Security Screening Fee; previously these costs had been recovered under the base Concourse Use Fee.

II. PREFERENTIAL GATE USE AGREEMENT (PGUA) SUMMARY

The PGUA must be signed by any Airline that qualifies for and chooses to use a Preferential Gate(s) identified by the Aviation Department as being eligible for such use after becoming signatory to the 2018 AUA. A summary of the PGUA provisions includes the following:

- (1) Exhibit A of the PGUA contains a list of the Preferential Gates awarded by the Aviation Department to the qualifying Airline and the effective date on which such use may begin;
- (2) The Airline acknowledges in the PGUA that its use of any gate at the Airport is not on an exclusive use or leased use basis;
- (3) The PGUA confirms that an Airline's use of any Exhibit A gates shall continue for the duration of the 2018 AUA, which will be no later than April 30, 2033 when the 2018 AUA expires;
- (4) If the PGUA expires or is terminated as to any gate, the Aviation Department may add such gate to the pool of Common Use Gates or may award the gate to another Airline that qualifies to use it as a Preferential Use Gate;
- (5) The Airline is obligated to continue paying Concourse Use Fees for any Preferential Use Gate until October 1, 2020, at which time the Airline must commence paying the Preferential Gate Use Fee as set forth in Tab H(3) of the 2018 AUA;
- (6) The Airline acknowledges the Aviation Department's right to (i) change the numbers and locations of the Preferential Gates, (ii) recapture the Preferential Gates if they are not being sufficiently used, and (iii) assign other Airlines to a Preferential Gate if the gate is then available for use by the other Airline;
- (7) The Airline in turn agrees to cooperate with the Aviation Department in any such use of a Preferential Gate by another Airline and agrees to always act in good faith so that a Preferential Gate may be efficiently used;

(8) The PGUA confirms an Airline's right to request the use of additional Preferential Gate(s) if it then qualifies for them, and confirms that the Aviation Department has no obligation to accept the return of a Preferential Gate earlier than the expiration of the contract time for such use, except for the two dates in 2022 and 2027 when Preferential Gates may be relinquished to the Aviation Department; and

(9) The PGUA confirms that an Airline's right to use any gate on a preferential use basis is subject at all times to the acceptability of Preferential Gate use at the Airport by the FAA and the U.S. Department of Transportation ("USDOT"), and that the Aviation Department has the right to discontinue the use of any Preferential Gate and may modify the terms applicable to its use based on FAA or USDOT requirements.

APPENDIX D

PROPOSED FORM OF BOND COUNSEL OPINION

[THIS PAGE INTENTIONALLY LEFT BLANK]

PROPOSED FORM OF BOND COUNSEL OPINION

Upon delivery of the Series 2024 Bonds, Greenberg Traurig, P.A. and Edwards & Feanny, P.A. are prepared to render their approving opinions with respect to the Series 2024 Bonds in substantially the following form:

August 1, 2024

Board of County Commissioners of
Miami-Dade County, Florida
Miami, Florida

\$779,730,000	\$138,455,000
Miami-Dade County, Florida	Miami-Dade County, Florida
Aviation Revenue Refunding Bonds	Aviation Revenue Refunding Bonds
Series 2024A (AMT)	Series 2024B (Non-AMT)

Ladies and Gentlemen:

We have served as Bond Counsel in connection with the issuance by Miami-Dade County, Florida (the “County”) of its \$779,730,000 Aviation Revenue Refunding Bonds, Series 2024A (AMT) (the “Series 2024A Bonds”) and its \$138,455,000 Aviation Revenue Refunding Bonds, Series 2024B (Non-AMT) (the “Series 2024B Bonds”) and, together with the Series 2024A Bonds, the “Series 2024 Bonds”) dated of even date herewith. The Series 2024 Bonds are being issued pursuant to the authority of the Constitution and laws of the State of Florida, including particularly Chapters 125 and 166, Florida Statutes, as amended, the Home Rule Amendment and Charter of Miami-Dade County, Florida, as amended, and the Code of Miami-Dade County, as amended (collectively, the “Act”), the Amended and Restated Trust Agreement dated as of December 15, 2002 (the “Trust Agreement”) by and among the County, The Bank of New York Mellon (successor in interest to JP Morgan Chase Bank), New York, New York, as trustee, and U.S. Bank Trust Company, National Association (successor in interest to U.S. Bank, National Association and Wachovia Bank, National Association), as co-trustee, and Resolution No. R-534-24 adopted by the Board on June 18, 2024 (the “Series 2024 Resolution”).

The Series 2024A Bonds are being issued to provide funds, together with other legally available funds of the Aviation Department of the County, for the purposes of (i) refunding and redeeming a portion of the outstanding Miami-Dade County, Florida Aviation Revenue Refunding Bonds, Series 2014 (the “Series 2014 Bonds”) and all of the outstanding Miami-Dade County, Florida Aviation Revenue Refunding Bonds, Series 2014A (the “Series 2014A Bonds”) and (ii) paying the costs of issuing the Series 2024A Bonds and the refunding of the Series 2014 Bonds and the Series 2014A Bonds. The Series 2024B Bonds are being issued to provide funds, together with other legally available funds of the Aviation Department, for the purposes of (i) refunding and redeeming all of the outstanding Miami-Dade County, Florida Aviation Revenue Refunding

Bonds, Series 2014B (the “Series 2014B Bonds”) and (ii) paying the costs of issuing the Series 2024B Bonds and the refunding of the Series 2014B Bonds.

The description of the Series 2024 Bonds in this opinion and other statements concerning the terms and conditions of the issuance of the Series 2024 Bonds do not purport to set forth all of the terms and conditions of the Series 2024 Bonds or of any other document relating to the issuance of the Series 2024 Bonds but are intended only to identify the Series 2024 Bonds and to describe briefly certain features thereof. This opinion shall not be deemed or treated as an offering circular, prospectus or official statement, and is not intended in any way to be a disclosure document used in connection with the sale or delivery of the Series 2024 Bonds.

In rendering this opinion we have examined the transcript of the proceedings (the “Transcript”) relating to the issuance of the Series 2024 Bonds, which include the Trust Agreement, the Series 2024 Resolution and certain other documentation, facsimiles of the executed Series 2024 Bonds and such other documents as we have deemed necessary to render this opinion.

Based on this examination, we are of the opinion that, under existing law:

1. The County is a validly existing political subdivision of the State of Florida under the Constitution and laws of the State of Florida, with the power to issue the Series 2024 Bonds.
2. All conditions precedent in the Trust Agreement to the delivery of the Series 2024 Bonds have been duly fulfilled and the Series 2024 Resolution has been duly adopted by the Board and constitutes a valid and legally binding obligation of the County enforceable in accordance with its terms.
3. The issuance and sale of the Series 2024 Bonds have been duly authorized by the Board and the Series 2024 Bonds constitute valid and legally binding limited obligations of the County, payable solely from the Net Revenues (as defined in the Trust Agreement) in the manner and to the extent specified in the Trust Agreement and the Series 2024 Resolution.
4. Except as expressly provided for in the Series 2024 Resolution, the issuance of the Series 2024 Bonds shall not directly or indirectly or contingently obligate the State of Florida, the County or any agency or political subdivision thereof to levy or to pledge any form of taxation whatsoever nor shall the Series 2024 Bonds constitute a charge, lien or encumbrance, legal or equitable, upon any property of the County other than the Net Revenues (in the manner and to the extent specified in the Trust Agreement and the Series 2024 Resolution), and the owners of the Series 2024 Bonds shall have no recourse to the taxing power of the County, the State of Florida or any agency or political subdivision thereof.
5. The Internal Revenue Code of 1986, as amended (the “Code”), includes requirements which the County must continue to meet after the issuance of the Series 2024 Bonds

in order that interest on the Series 2024 Bonds not be included in gross income for federal income tax purposes. The failure by the County to meet these requirements may cause interest on the Series 2024 Bonds to be included in gross income for federal income tax purposes retroactive to their date of issuance. The County has covenanted in the Series 2024 Resolution to comply with the requirements of the Code in order to maintain the exclusion from gross income for federal income tax purposes of interest on the Series 2024 Bonds. Assuming continuing compliance by the County with the tax covenant described above, under existing statutes, regulations, rulings and court decisions, (i) interest on the Series 2024 Bonds is excludable from gross income for federal income tax purposes, except for interest on any Series 2024A Bonds for any period during which such Series 2024A Bonds are held by a person who is a "substantial user" of the facilities financed or a "related person," as those terms are used in Section 147(a) of the Code; (ii) interest on the Series 2024A Bonds is an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; (iii) interest on the Series 2024B Bonds is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; and (iv) in the case of the alternative minimum tax imposed by Section 55(b)(2) of the Code on applicable corporations (as defined in Section 59(k) of the Code), interest on the Series 2024 Bonds is not excluded from the determination of adjusted financial statement income.

6. The Series 2024 Bonds and the income thereon will not be subject to taxation under the laws of the State, except estate taxes and taxes under Chapter 220, Florida Statutes, as amended, on interest, income or profits on debt obligations owned by corporations as defined therein.

Except as stated in paragraphs number 5 and 6 above, we express no opinion as to any tax consequences resulting from the ownership, receipt or accrual of interest on, or disposition of the Series 2024 Bonds.

This opinion is qualified to the extent that the enforceability of the Series 2024 Bonds, the Series 2024 Resolution and the Trust Agreement, respectively, may be limited by general principles of equity which may permit the exercise of judicial discretion, and by bankruptcy, insolvency, moratorium, reorganization or similar laws relating to the enforcement of creditors' rights generally, now or hereafter in effect.

In rendering the foregoing opinions we have assumed the accuracy and truthfulness of all public records and of all certifications, documents and other proceedings examined by us that have been executed or certified by public officials acting within the scope of their official capacities and have not verified the accuracy or truthfulness thereof. We have also assumed the genuineness of the signatures appearing upon such public records, certifications, documents and proceedings.

We have not been engaged nor have we undertaken to review or verify and therefore express no opinion as to the accuracy, adequacy, fairness or completeness of any official statement or other offering materials relating to the Series 2024 Bonds, except as may be otherwise set forth in our supplemental opinion delivered to the initial purchasers of the Series 2024 Bonds. In addition, other than as expressly set forth herein, we have not passed upon and therefore express

no opinion as to the compliance by the County or any other party involved in this financing, or the necessity of such parties complying, with any federal or state registration requirements or securities statutes, regulations or rulings with respect to the offer and sale of the Series 2024 Bonds.

We express no opinion with respect to any other document or agreement entered into by the County or by any other person in connection with the Series 2024 Bonds, other than as expressed herein.

Our opinions expressed herein are predicated upon present laws, facts and circumstances, and we assume no affirmative obligation to update the opinions expressed herein if such laws, facts or circumstances change after the date hereof.

Respectfully submitted,

APPENDIX E

PROPOSED FORM OF DISCLOSURE COUNSEL OPINION

[THIS PAGE INTENTIONALLY LEFT BLANK]

On the date of issuance of the Series 2024 Bonds in definitive form, GrayRobinson, P.A. and Law Offices Thomas H. Williams Jr., P.L., Disclosure Counsel, propose to deliver their opinions in substantially the following form, which is subject to change:

August 1, 2024

Board of County Commissioners
of Miami-Dade County, Florida
Miami, Florida

\$918,185,000
MIAMI-DADE COUNTY, FLORIDA

\$779,730,000
Aviation Revenue Refunding Bonds,
Series 2024A
(AMT)

\$138,455,000
Aviation Revenue Refunding Bonds,
Series 2024B
(Non-AMT)

Ladies and Gentlemen:

We have served as Disclosure Counsel to Miami-Dade County, Florida (the "County") in connection with the issuance by the County of its \$779,730,000 Aviation Revenue Refunding Bonds, Series 2024A (AMT) (the "Series 2024A Bonds") and its \$138,455,000 Aviation Revenue Refunding Bonds, Series 2024B (Non-AMT) (the "Series 2024B Bonds" and, together with the Series 2024A Bonds, the "Series 2024 Bonds").

In this capacity, we have examined an executed copy of the Official Statement of the County, dated July 17, 2024 (the "Official Statement"), relating to the Series 2024 Bonds. We have reviewed the Official Statement generally and have discussed certain information and statements therein with representatives of the County from the Finance Department, the Aviation Department and the Office of the County Attorney; Hilltop Securities Inc., Financial Advisors to the County; and Greenberg Traurig, P.A. and Edwards & Feanny, P.A., Bond Counsel.

In connection with the issuance of the Series 2024 Bonds, and pursuant to Resolution No. R-534-24 (the "Series 2024 Resolution"), adopted by the Board of County Commissioners of the County on June 18, 2024, the County covenanted to comply with the continuing disclosure requirements of the Securities and Exchange Commission Rule 15c2-12.

We also have examined certain proceedings of the County, and originals or copies identified to our satisfaction of such agreements, instruments, opinions, certificates and other documents as we have deemed necessary for purposes of the advice contained in this letter. We have assumed the genuineness of signatures on documents submitted to us as originals, the authenticity thereof and the conformity with the originals of any documents submitted to us as copies or specimens. We also have assumed the accuracy of the opinions of Bond Counsel and the Office of the County Attorney.

On the basis of the foregoing and subject to the limitations stated herein, and in accordance with customary legal opinion practice, we advise you as follows:

1. We have not verified and are not passing upon, and we do not assume any responsibility for, the accuracy or completeness of the statements contained in the Official Statement. Nothing, however, has come to our attention during the course of our review and discussion of the Official Statement that would cause us to believe that the Official Statement, on the date thereof or on this date, contains any untrue statement of a material fact or omits to state any material fact necessary to make the statements therein, in light of the circumstances under which they were made, not misleading.

2. Our advice in paragraph 1 does not apply to the financial statements or financial or statistical data contained or incorporated by reference in the Official Statement, including the Appendices.

3. In our opinion, with respect to the issuance of the Series 2024 Bonds, the continuing disclosure undertaking of the County complies as to form in all material respects with the requirements for such an agreement in paragraph (b)(5) of Securities and Exchange Commission Rule 15c2-12.

4. The Series 2024 Bonds are not subject to the registration requirements of the Securities Act of 1933, as amended, and the Series 2024 Resolution is exempt from qualification under the Trust Indenture Act of 1939, as amended.

Very truly yours,

APPENDIX F

CONTINUING DISCLOSURE UNDERTAKING

[THIS PAGE INTENTIONALLY LEFT BLANK]

CONTINUING DISCLOSURE UNDERTAKING
(Section 10 of the Series 2024 Resolution)

A. The County agrees, in accordance with the provisions of, and to the degree necessary to comply with, the continuing disclosure requirements of the Rule, to provide or cause to be provided for the benefit of the beneficial owners of the Series 2024 Bonds (the "Beneficial Owners") to the Municipal Securities Rulemaking Board ("MSRB") in an electronic format prescribed by the MSRB and such other municipal securities information repository as may be required by law or applicable legislation, from time to time (each such information repository, a "MSIR"), the following annual financial information (the "Annual Information"), with the first such installment of Annual Information to be provided with respect to the Fiscal Year ending September 30, 2023:

- (1) Revenues and Net Revenues of the Aviation Department and operating information for the prior Fiscal Year of the type and in a form which is generally consistent with the presentation of such information in the Official Statement for the Series 2024 Bonds, and such additional operating information as may be determined by the Aviation Department; and
- (2) The audited Aviation Department's Annual Comprehensive Financial Report utilizing generally accepted accounting principles applicable to local governments.

The information in paragraphs (1) and (2) above shall be available on or before June 1 of each year for the preceding Fiscal Year and shall be made available, in addition to the Trustee and each MSIR, to each Beneficial Owner of the Series 2024 Bonds who requests such information in writing. The audited Aviation Department's Annual Comprehensive Financial Report referred to in paragraph (2) above is expected to be available separately from the information in paragraph (1) above and shall be provided by the County as soon as practical after acceptance of the audited financial statements from the auditors by the Aviation Department. If not available within eight (8) months from the end of the Fiscal Year, unaudited information will be provided in accordance with the time frame set forth above and audited financial statements will be provided as soon after such time as they become available.

B. The County agrees to provide or cause to be provided, in a timely manner (not in excess of ten (10) business days) after the occurrence of the event, to each MSIR in the appropriate format required by law or applicable regulation, notice of occurrence of any of the following events with respect to the Series 2024 Bonds:

- (1) principal and interest payment delinquencies;
- (2) non-payment related defaults, if material;
- (3) unscheduled draws on debt service reserves reflecting financial difficulties;
- (4) unscheduled draws on credit enhancements reflecting financial difficulties;
- (5) substitution of credit providers, or their failure to perform;
- (6) Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Tax-Exempt Bonds, or other material events affecting the tax status of the Tax-Exempt Bonds;
- (7) modifications to rights of Registered Owners of the Series 2024 Bonds, if material;
- (8) Series 2024 Bond calls, if material, and tender offers;
- (9) defeasances;

(10) release, substitution or sale of any property securing repayment of the Series 2024 Bonds, if material;

(11) rating changes;

(12) bankruptcy, insolvency, receivership or similar event of the County (which is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the County in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the County, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the County);

(13) the consummation of a merger, consolidation or acquisition involving the County or the sale of all or substantially all of the assets of the County, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material;

(14) appointment of a successor or additional trustee, or the change of name of a trustee, if material;

(15) incurrence of a financial obligation of the Obligated Person, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the Obligated Person, any of which affect security holders, if material; and

(16) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of a financial obligation of the Obligated Person, any of which reflect financial difficulties.

For purposes of clauses subsections (15) and (16) above, "financial obligation" shall have the meaning set forth in the Rule.

C. The County agrees to provide or cause to be provided, in a timely manner, to each MSIR, in the appropriate format required by law or applicable regulation, notice of its failure to provide the Annual Information with respect to itself on or prior to June 1 following the end of the preceding Fiscal Year.

D. The obligations of the County under this Section 10 shall remain in effect only so long as the Series 2024 Bonds are Outstanding. The County reserves the right to terminate its obligations to provide the Annual Information and notices of material events, as set forth above, if and when the County no longer remains an Obligated Person with respect to the Series 2024 Bonds.

E. The County agrees that its undertaking pursuant to the Rule set forth in this Section 10 is intended to be for the benefit of the Beneficial Owners of the Series 2024 Bonds and shall be enforceable by the Trustee on behalf of such Beneficial Owners in the manner provided in the Trust Agreement if the County fails to cure a breach within a reasonable time after receipt of written notice from a Beneficial Owner that a breach exists; provided, however, that the Trustee's right to enforce the provisions of this undertaking shall be on behalf of all Beneficial Owners and shall be limited to a right to obtain specific performance of the County's obligations under this Section 10 in a federal or state court located within the County and any failure by the County to comply with the provisions of this undertaking shall not be a default with respect to the Series 2024 Bonds.

F. Notwithstanding the foregoing, each MSIR to which information shall be provided shall include each MSIR approved by the Securities and Exchange Commission prior to the issuance of the Series

2024 Bonds. In the event that the Securities and Exchange Commission approves any additional MSIRs after the date of issuance of the Series 2024 Bonds, the County shall, if the County is notified of such additional MSIRs, provide such information to the additional MSIRs. Failure to provide information to any new MSIR whose status as a MSIR is unknown to the County shall not constitute breach of this covenant.

G. The requirements of subsection A above do not necessitate the preparation of any separate annual report addressing only the Series 2024 Bonds. The requirements of subsection A above may be met by the filing of an annual information statement or the audited Aviation Department's Annual Comprehensive Financial Report or the County's Annual Comprehensive Financial Report, provided such report includes all of the required Annual Information and is available by June 1 of each year for the preceding Fiscal Year. Additionally, the County may incorporate any information in any prior filing with each MSIR or included in any official statement of the County, provided such official statement is filed with the MSRB.

H. The County reserves the right to modify from time to time the specific types of information provided or the format of the presentation of such information, to the extent necessary or appropriate in the judgment of the County; provided that the County agrees that any such modification shall be done in a manner consistent with the Rule.

I. Except to cure any ambiguity, inconsistency or formal defect or omission in the provisions of this Section 10, the County agreements as to continuing disclosure (the "Covenants") may only be amended if:

(1) the amendment is made in connection with a change in circumstances that arises from a change in legal requirements, a change in law or a change in the identity, nature or status of the Aviation Department or type of business conducted; the Covenants, as amended, would have complied with the requirements of the Rule at the time of award of the Series 2024 Bonds, after taking into account any amendments or change in circumstances; and the amendment does not materially impair the interests of the Beneficial Owners, as determined by Disclosure Counsel or other independent counsel knowledgeable in the area of federal securities laws and regulations; or

(2) all or any part of the Rule, as interpreted by the staff of the Securities and Exchange Commission at the date of the adoption of the Series 2024 Resolution, ceases to be in effect for any reason, and the County elects that the Covenants shall be deemed amended accordingly.

Any assertion of beneficial ownership must be filed with the County along with full documentary support as part of the written request described above.

J. The Board further authorizes and directs the County Mayor to cause all other agreements to be made or action to be taken as required in connection with meeting the County's obligations as to the Covenants. The County Mayor shall further be authorized to make such additions, deletions and modifications to the Covenants prior to the issuance of the Series 2024 Bonds as he shall deem necessary or desirable in consultation with the County Attorney, Bond Counsel and Disclosure Counsel.

K. Any change in Obligated Persons shall be reported by the County in connection with its Annual Information. If any person, other than the County, becomes an Obligated Person relating to the Series 2024 Bonds, the County shall use its reasonable best efforts to require such Obligated Person to comply with all provisions of the Rule applicable to such Obligated Person; provided, however, that the County takes, and shall take, no responsibility for the accuracy or completeness of any financial information or operating data or other materials submitted by any future Obligated Person.

[THIS PAGE INTENTIONALLY LEFT BLANK]

APPENDIX G

BOOK-ENTRY ONLY SYSTEM

[THIS PAGE INTENTIONALLY LEFT BLANK]

BOOK-ENTRY ONLY SYSTEM

The following description of the procedures and record keeping with respect to beneficial ownership interests in the Series 2024 Bonds, payment of interest and principal on the Series 2024 Bonds to Participants or Beneficial Owners of the Series 2024 Bonds, confirmation and transfer of beneficial ownership interest in the Series 2024 Bonds and other related transactions by and between DTC, the Participants and the Beneficial Owners of the Series 2024 Bonds is based solely on information furnished by DTC on its website. Accordingly, the County can make no representations concerning these matters or take any responsibility for the accuracy or completeness of such information.

DTC will act as securities depository for the Series 2024 Bonds. The Series 2024 Bonds will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered bond will be issued for each maturity of each Series of the Series 2024 Bonds, each in the aggregate principal amount of such maturity to be issued, as set forth on the inside cover pages of this Official Statement, and will be deposited with DTC.

DTC, the world's largest depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934, as amended. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has an S&P Global Ratings, a division of S&P Global Inc., rating of AA+. The DTC Rules applicable to its Direct and Indirect Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com and www.dtc.org.

Purchases of Series 2024 Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Series 2024 Bonds on DTC's records. The ownership interest of each Beneficial Owner is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Series 2024 Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive bond certificates representing their ownership interests in the Series 2024 Bonds, except in the event that use of the book-entry system for the Series 2024 Bonds is discontinued.

To facilitate subsequent transfers, all Series 2024 Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of the Series 2024 Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not affect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Series 2024 Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Series 2024 Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Series 2024 Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Series 2024 Bonds, such as redemptions, defaults, and proposed amendments to the Bond Ordinance. For example, Beneficial Owners of the Series 2024 Bonds may wish to ascertain that the nominee holding the Series 2024 Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the Registrar and Paying Agent and request that copies of notices be provided directly to them.

Redemption notices shall be sent by the Registrar and Paying Agent to DTC. If less than all of the Series 2024 Bonds within a particular Series and maturity are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such maturity to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to the Series 2024 Bonds unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the County as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts the Series 2024 Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy).

Principal, redemption premium, if any, and interest payments on the Series 2024 Bonds will be made to Cede & Co., or to such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the County or the Registrar and Paying Agent on the payable date in accordance with their respective holdings shown on DTC's records. Payments by Direct Participants or Indirect Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, nor its nominee, the Registrar and Paying Agent, or the County, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal, redemption premium and interest to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the County or the Registrar and Paying Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

NEITHER THE COUNTY NOR THE REGISTRAR AND PAYING AGENT WILL HAVE ANY RESPONSIBILITY OR OBLIGATION TO ANY DIRECT OR INDIRECT PARTICIPANT OR THE PERSONS FOR WHOM THEY ACT AS NOMINEES WITH RESPECT TO THE SERIES 2024 BONDS IN RESPECT OF THE ACCURACY OF ANY RECORDS MAINTAINED BY DTC OR ANY DIRECT OR INDIRECT PARTICIPANT, THE PAYMENT BY DTC OR ANY DIRECT OR INDIRECT PARTICIPANT OF ANY AMOUNT IN RESPECT OF THE PRINCIPAL OR INTEREST ON THE SERIES 2024 BONDS, ANY NOTICE WHICH IS PERMITTED OR REQUIRED TO BE GIVEN TO BONDHOLDERS UNDER THE BOND ORDINANCE OR ANY CONSENT GIVEN OR ACTION TAKEN BY DTC, AS BONDHOLDER. SO LONG AS CEDE & CO. IS THE REGISTERED OWNER OF SUCH SERIES 2024 BONDS, AS NOMINEE OF DTC, THE BENEFICIAL OWNERS WILL NOT RECEIVE PHYSICAL CERTIFICATES REPRESENTING THEIR INTERESTS IN THE SERIES 2024 BONDS, AND REFERENCES HEREIN TO BONDHOLDERS OR REGISTERED HOLDERS OF SUCH SERIES 2024 BONDS SHALL MEAN CEDE & CO. AND SHALL NOT MEAN THE BENEFICIAL OWNERS OF SUCH SERIES 2024 BONDS.

Discontinuance of Book-Entry Only System

In the event the County determines that it is in the best interest of the Beneficial Owners to obtain Series 2023 Bond certificates, the County may notify DTC and the Registrar and Paying Agent, whereupon DTC will notify the DTC Participants, of the availability through DTC of Series 2023 Bond certificates. In such event, the County shall prepare and execute, and the Registrar and Paying Agent shall authenticate, transfer and exchange, Series 2023 Bond certificates as requested by DTC in appropriate amounts and within the guidelines set forth in the Bond Ordinance. DTC may also determine to discontinue providing its services with respect to the Series 2023 Bonds at

any time by giving written notice to the County and the Registrar and Paying Agent and discharging its responsibilities with respect thereto under applicable law. Under such circumstances (if there is no successor securities depository), the County and the Registrar and Paying Agent shall be obligated to deliver Series 2023 Bond certificates as described herein. In the event Series 2023 Bond certificates are issued, the provisions of the Bond Ordinance shall apply to, among other things, the transfer and exchange of such certificate and the method of payment of principal of and interest on such certificates. Whenever DTC requests the County and the Registrar and Paying Agent to do so, the County will direct the Registrar and Paying Agent to cooperate with DTC in taking appropriate action after reasonable notice (i) to make available one or more separate certificates evidencing the Series 2023 Bonds to any DTC Participant having Series 2023 Bonds credited to its DTC account; or (ii) to arrange for another securities depository to maintain custody of certificates evidencing the Series 2023 Bonds.

Registration, Transfer and Exchange

In the event of discontinuance of the book-entry only system, the Series 2024 Bonds will be subject to transfer and exchange as described below. The County shall cause registration books for the Series 2024 Bonds to be kept at the designated corporate trust office of the Bond Registrar and Paying Agent. Upon surrender for transfer of any Series 2024 Bonds at the designated corporate trust office of the Bond Registrar and Paying Agent, duly endorsed by, or accompanied by a written instrument of transfer in form satisfactory to the Bond Registrar and Paying Agent and duly executed by, the registered owner or the attorney of such owner duly authorized in writing with signature guaranteed by a member firm of STAMP, SEMP or MSP signature guaranty medallion program, the County shall execute and the Bond Registrar and Paying Agent shall authenticate, date and deliver in the name of the transferees a new Series 2024 Bond or Series 2024 Bonds of the same series and maturity, of Authorized Denominations, for the same aggregate principal amount and of like tenor. Any Series 2024 Bond may be exchanged at the office of the Bond Registrar and Paying Agent for the same aggregate principal amount of such Series 2024 Bonds and of like tenor. The execution by the County of any Series 2024 Bonds shall constitute full and due authorization of such Series 2024 Bonds and the Bond Registrar and Paying Agent shall thereby be authorized to authenticate, deliver and date such Series 2024 Bonds.

The County and the Bond Registrar and Paying Agent shall deem and treat the registered owner of any Series 2024 Bond as the absolute owner of such Series 2024 Bond for the purpose of receiving payment of or on account of principal of such Series 2024 Bond and premium, if any, thereon and interest due thereon and for all other purposes.

[THIS PAGE INTENTIONALLY LEFT BLANK]

APPENDIX H

GENERAL INFORMATION RELATIVE TO MIAMI-DADE COUNTY, FLORIDA

[THIS PAGE INTENTIONALLY LEFT BLANK]

GENERAL INFORMATION RELATIVE TO MIAMI-DADE COUNTY, FLORIDA

Set forth below is certain general information concerning County government and certain governmental services provided by the County.

History

Miami-Dade County, Florida (the "County"), is the largest county in the southeastern United States in terms of population. The County is located in the southeastern corner of the State of Florida (the "State"), covers 2,209 square miles, and includes, among other municipalities, the cities of Miami, Miami Beach, Coral Gables and Hialeah. In 2020, the U.S. Census estimated the County's population at over 2.7 million.

The County was created on January 18, 1836, under the Territorial Act of the United States. It included the land area now forming Palm Beach and Broward Counties, together with the land area of the present County. In 1909, Palm Beach County was established from the northern portion of what was then Dade County. In 1915, Palm Beach County and the County contributed nearly equal portions of land to create what is now Broward County. There have been no significant boundary changes to the County since 1915.

County Government

The State Legislature in 1955 approved and submitted to a general election a constitutional amendment designed to give a new form of government to the County. The amendment was approved in a statewide general election in November 1956. A Dade County Charter Board was constituted and, in April 1957, completed a draft charter for the County. The proposed charter (the "Charter") was adopted in a countywide election in May 1957 and became effective on July 20, 1957. The electors of the County were granted power to revise and amend the Charter from time to time by countywide vote.

Since 2007, the electors have amended the County Charter to change materially how the County is governed. Previously, the County was governed by a Board of County Commissioners ("Board") with all administrative matters handled by a County Manager who reported to the Board. Under this form of government, the elected Mayor had limited powers. As a result of three Charter amendments, the electors have established a "strong mayor" form of government. All administrative matters were transferred from the County Manager to the Mayor on November 4, 2008, and the office of County Manager was eliminated as a charter office on November 14, 2012. The Mayor has authority over all departments including the appointment of each director.

On November 6, 2018, voters in the State of Florida adopted Amendment 10 to the State Constitution. As a result of Amendment 10, effective January 7, 2025, there will be a total of five constitutional offices operating in the County, all of which will be run independently from Miami-Dade County government: the Sheriff, Supervisor of Elections, Property Appraiser, Tax Collector, and the Clerk of Courts.

The County has home rule powers, subject only to the limitations of the Constitution and general laws of the State. The County, in effect, is both (1) a county government with certain powers effective throughout the entire County, including 34 municipalities, and (2) a municipal government for the unincorporated area of the County. The County does not displace or replace the cities, but supplements them. The County can take over particular activities of a city's operations if the services fall below the minimum standards set by the Board or with the consent of the governing body of a particular city.

The County has assumed responsibility on a countywide basis for an increasing number of functions and services, including the following:

(a) Countywide police services, complementing the municipal police services within the cities and providing full-service police protection for the unincorporated areas of the County, with direct access to the National Crime Information Center in Washington, D.C. and the Florida Crime Information Center.

(b) Uniform system of fire protection, complementing the municipal fire protection services within five municipalities and providing full-service fire protection for the Miami-Dade Fire and Rescue Service District, which includes the unincorporated area of the County and the 29 municipalities that have consolidated their fire departments within the Miami-Dade Fire and Rescue Department. The Miami-Dade Fire and Rescue Department also provides emergency medical services by responding to and providing on-site treatment to the seriously sick and injured.

(c) Certain expenses of the State's consolidated two-tier court system (pursuant to Florida Statutes §29.008). The two-tier court system consists of the higher Circuit Court and the lower County Court. The Circuit Court handles domestic relations, felonies, probate, civil cases where the amount in dispute is \$50,000 or more, juvenile cases, and appeals from the County Court. The County Court handles violations of municipal ordinances, misdemeanors, and civil cases where the amount of damages exceeds \$8,000 but is not more than \$50,000.

(d) Countywide water and sewer system operated by the Water and Sewer Department.

(e) Jackson Memorial Hospital ("JMH"), which is operated, maintained, and governed by an independent governing body called the Public Health Trust (the "Trust"). Based on the number of admissions to a single facility, JMH is one of the nation's busiest medical centers. The Board appoints members of the Board of Trustees for the Trust and also approves the budget of the Trust. The County continues to subsidize treatment of indigent patients on a contractual basis with the Trust.

(f) Unified transit system, consisting of various surface public transportation systems, a 24.8-mile-long rapid transit system, the Metromover component of the rapid rail transit system with 4.4 miles of an elevated double-loop system, and Metrobus operating an estimated 26.8 million annualized revenue miles in 2023.

(g) The Miami Dade Public Library System ("MDPLS") is the eighth largest (based on population served) public library system in the United States. It serves a population of 2.7 million residents, including the reciprocal borrowers from the cities of Hialeah, North Miami, North Miami Beach, and Homestead, as well as visitors to the County. The Library consists of a Main Library, five regional branches, 43 neighborhood branches, four YOUmedia Miami locations, two Youmake Miami locations, three bookmobiles, one Technobus, and a Health and Wellness Information Center, offering education, information, recreation and technology-based materials and programs. In addition to its robust physical collection of nearly 2 million items and vast home technology lending options, MDPLS offers over 1.3 million downloadable eBooks and streaming eAudio, 5,136 recurring downloadable digital magazines and millions of downloadable and streaming songs and music videos, all in a variety of formats and languages 24 hours per day, seven days per week through its website and mobile app.

(h) Property appraisal services, performed by the County's Property Appraiser's office, and tax collection services, performed by the County's Tax Collector. All collected taxes are distributed directly to each governmental entity, according to its respective tax levy. The municipalities, the Board of Public Instruction and several State agencies use data furnished to them by the County Tax Collector for the purpose of budget preparations and for their governmental operations.

(i) Enforcing minimum standards throughout the County in areas such as environmental resources management, building and zoning, consumer protection, health, housing, and welfare.

(j) Collecting and disposing of solid waste from households within the unincorporated area and certain municipalities of the County. In Fiscal Year 2023, the Solid Waste Management Department collected and disposed of garbage and trash from approximately 351,257 household units.

(k) Owning and operating the Dante B. Fascell Port of Miami (the "Port") through the County's Seaport Department. As of September 2023, the Port holds the distinction of being the world's busiest cruise port, following a record-setting year of passenger movements.

(l) The following airport facilities: (i) the Miami International Airport, the principal commercial airport serving South Florida; (ii) the Opa-locka Executive Airport, a 1,810 acre facility; (iii) the Opa-locka West Airport, a 420 acre facility that has been decommissioned; (iv) the Miami Executive Airport, a 1,380-acre facility; (v) the Homestead General Aviation Airport, a 960-acre facility; and (vi) the Training and Transition Airport, a facility of approximately 24,300 acres located in Collier and Miami-Dade Counties. All of these facilities are County-owned and operated by the Miami-Dade Aviation Department.

(m) Several miscellaneous services, including mosquito and animal control.

Economy

The County's economy has transitioned from mixed service and industrial in the 1970s to a knowledge-based economy. The shift to knowledge-based sectors, such as life sciences, aviation, financial services and IT/Telecom has diversified the local economy. Other important sectors include international trade, health services and the tourism industry, which remains one of the largest sectors in the local economy. Wholesale and retail trades are strong economic forces in the local economy and are projected to continue as such, which is reflective of the County's position as a wholesale center in Southeast Florida, serving a large international market. The diversification of the economy creates a more stable economic base.

The Miami-Dade Beacon Council (the "Beacon Council"), a public-private partnership, is the official economic development organization for the County. The organization was founded in 1985 as an outgrowth of the Greater Miami Chamber of Commerce to focus on business recruitment, expansion and retention, and facilitates business growth and expansion locally, nationally and internationally. The Beacon Council is the steward for the countywide economic development plan, One Community One Goal, to strengthen and diversify the economy with high paying jobs.

International Commerce

Approximately 1,400 multinational corporations are established in South Florida. Its proximity to the Caribbean, Mexico, and Central and South America makes it a natural center for trade to and from North America. In addition, the international background of many of its residents is an important labor force characteristic for multinational companies that operate across language and cultural differences.

Trade with Latin America, Europe and Caribbean countries has generated substantial growth in the number of financial institutions conducting business in the County. The large Spanish-speaking labor force and the County's proximity to Latin America have also contributed to the growth of the banking industry in the County. According to the Federal Reserve Bank of Atlanta, as of September 30, 2023, there were 25 Edge Act Banks throughout the United States; two of which were located in the County with a combined \$7.17 billion on deposit. Edge Act Banks are federally chartered organizations offering a wide range of banking services but limited to international transactions only. The Edge Act Banks located in the County are Banco Itau International and Banco Santander International.

Corporate Expansion

The favorable geographic location of the County, a well-trained labor force and the favorable transportation infrastructure have allowed the economic base of the County to expand by attracting and retaining many national and international firms doing business with Latin America, the Caribbean, the United States and the rest of the world. Among these corporations with world and/or national headquarters in the County are Carnival Cruise Lines, Royal Caribbean Cruises, and Lennar. Those corporations with Latin American regional headquarters include Exxon, AIG, Microsoft, Visa International and Wal-Mart.

Industrial Development

The role of the Miami-Dade County Industrial Development Authority (the "IDA") is the development and management of the Federal Tax-Exempt Industrial Development Revenue Bond Program, which serves as a financial incentive to support private sector business and industry expansion and location. Programs developed are consistent with the IDA's legal status and compatible with the economic development goals established by the Board and other economic development organizations operating in the County. Between 1979 and the creation of the Beacon Council in 1985, the IDA provided expansion and location assistance to 195 private sector businesses, accounting for a capital investment of \$695 million and the creation of over 11,286 new jobs.

The IDA's principal program, the Tax-Exempt Industrial Development Revenue Bond Program, has generated 493 applications through September 30, 2023. From 1986 to September 2023, bonds for 270 company projects have been issued in an aggregate principal amount in excess of \$3 billion under the Tax-Exempt Industrial Development Revenue Bond Program. Approximately 13,975 new jobs have been generated by these projects. The IDA continues to manage approximately 39 outstanding Industrial Development Revenue Bond Issues, equating to approximating \$969 million in capital investment.

Other Developmental Activities

In October 1979, the Miami-Dade County Health Facilities Authority (the "Health Authority") was formed to assist local not-for-profit health care corporations to acquire, construct, improve or refinance health care projects located in the County through the issuance of tax-exempt bonds or notes. As of September 2023, the total amount of revenue and revenue refunding bonds issued by the Health Authority was over \$2.35 billion.

In October 1969, the Board created the Miami-Dade County Educational Facilities Authority (the "EFA") to give institutions of higher learning within the County an additional means to finance facilities and structures needed to maintain and expand learning opportunities and intellectual development. As of September 2023, the EFA had issued 54 series of bonds totaling over \$2.51 billion.

In December 1978, the Housing Finance Authority of Miami-Dade County (the "HFA") was formed to issue bonds to provide the HFA with moneys to purchase mortgage loans secured by mortgages on single-family residential real property owned by low and moderate income persons residing in the County. Since its inception the HFA has generated \$1.213 billion in mortgage funds through the issuance of revenue bonds under the Single Family Mortgage Revenue Bond Program. As of September 2023, under the HFA's Multi-Family Mortgage Revenue Bond Program, revenue bonds aggregating approximately \$3.431 billion had been issued for new construction or rehabilitation of 32,882 multi-family units.

The bonds issued by the foregoing authorities and the IDA are not debts or obligations of the County or the State or any political subdivision thereof but are payable solely from the revenues provided by the respective private activity borrower as security therefor.

Film Industry

The entertainment industry substantially contributes to the County's local economy and makes up roughly 80% of all film, television and digital content in the State of Florida. The Miami-Dade Office of Film and Entertainment, branded as FilMiami, is a full-service film commission providing location and logistics assistance, film/photo permitting for the County and multiple municipalities, a government liaison, production information, and referral sources. The office attracts motion media production crews (including movies, television, and commercials) to film in the County and offers support so that productions can accomplish their work smoothly. The office approves all film permits on behalf of the County and works with all county departments, state and federal agencies including the private sector to streamline projects. The office also markets and promotes Miami-Dade County as a premier destination for television/film/photo/digital media, while also nurturing the local content creators that continue to develop a creative film and entertainment community. The Office also manages film incentives and issues grants.

The industry continues to grow as the entertainment sector expands with the advent of new technologies such as virtual production and artificial intelligence that are driving the creation of more content. The County continues to be a world-class production hub for film, television, and digital media. It is home to many production companies, soundstages and recording studios, Spanish-language production facilities, and many businesses that support motion pictures, videos, digital, and still shoots. The film, television, and digital industry supports direct and indirect jobs for the local creative sector and is home to some of the best-known actors, celebrities, and musical artists globally.

In late 2017, the Board of County Commissioners approved a performance-based local incentive program that was created to attract more entertainment production. The County's TV, Film, and Entertainment Production Incentive Program awards projects that spend \$1,000,000 locally (Tier 1) and \$500,000 (Tier 2) a 10% rebate on productions that meet the criteria of the program. In Fiscal Year 2023 over \$121 million was spent into the local economy from projects permitted through FilMiami's permitting system and accounted for over 12,295 jobs created. Notable productions from HBO, Amazon, Warner Brothers, Sony, Netflix, Hulu, Paramount, and NBC Universal all filmed projects in Miami-Dade County.

Looking forward to Fiscal Year 2024, the County will continue to be at the forefront of the film & entertainment industry's list of top global locations. The County will also be revising its current *TV, Film, and Entertainment Production Incentive Program* and we have created the new *High Impact Film Fund Program* with the intention of attracting larger sized television series and major motion picture projects that will significantly impact the local economy in terms of production spend and job creation. The County recognizes that film incentives are an integral component of modern film financing and is also in discussions with major studios on projects that would invest millions of dollars in Miami-Dade County.

Netflix, Paramount Studios and Sony Pictures all currently have large scale projects on the pipeline. *Father of the Bride*, *Bad Boys 4* and *The Kardashians* show filmed this fiscal year. There were several significant commercials filmed in Miami-Dade that include a Messi's Superbowl commercial, and commercials from Hyundai, Google Pixel, Home Depot, L'Oréal, Wayfair and Nike. Notable music videos include content from Bad Bunny, Maluma and others. Major still photography projects include TJ Maxx, Frontgate, Marshalls, Tommy Hilfiger, Nike, Elle Magazine France, Macys, Amazon, and Tommy Bahama. These projects combined had a multimillion-dollar economic impact to Miami-Dade. They hired residents, supported local businesses, and generated tourism. The film and television industry are a highly effective source for economic development with high-wage jobs and immediate cash infusion for small businesses. So far, the local spend for FY23-24 is over \$117 million for projects permitted through Film Miami and created over 8242 jobs. We are poised to be in a great position to attract more film and entertainment projects that will make a significant impact to the local economy. We expect to not only exceed last year's numbers but continue to attract large-scale projects to the County for the foreseeable future.

Surface Transportation

The County owns and operates through its Transit Department a unified multi-modal public transportation system. Operating in a fully integrated configuration, the County's Transit Department provides public transportation services through: (i) Metrorail - a 24.8-mile, 23-station elevated electric rail line connecting South Miami-Dade and the City of Hialeah with the Downtown and Civic Center areas and Miami International Airport providing nearly 13.3 million passenger trips annually in FY 2023 ; (ii) Metromover - a fully automated, driverless, 4.4-mile elevated electric double-loop people-mover system interfaced with Metrorail and completing over 6.5 million passenger trips annually in FY 2023, throughout nominally 21 stations (please note: Freedom Tower Station was closed during FY 2023 for now-completed renovations, bringing the operating number down to 20) in the central business district and south to the Brickell international banking area and north to the Omni area; and (iii) Metrobus, including both directly operated and contracted conventional urban bus service, operating an estimated 26.8 million annualized revenue miles, interconnecting with all Metrorail stations and key Metromover stations, and providing nearly 56.3 million passenger trips annually in FY 2023.

The County also provides para-transit service to qualified elderly persons and riders with disabilities through its Special Transportation Service, which supplies over 1.42 million passenger trips per year in a demand-response environment.

The Department of Transportation and Public Work's ridership has been continuing to increase since the height of the pandemic's first wave (April 2020), reflecting the expected subsequent and now nearly complete recovery.

Additionally, the County's Transit Department is operating the Bus Rapid Transit (BRT) on the South Miami-Dade Busway, a dedicated-use BRT corridor that runs parallel to US1/South Dixie Highway. The South Miami-Dade Busway, which began operating in 1997 and was extended in December 2007, traverses over twenty miles, connecting Florida City (SW 344th Street) with the Metrorail system, with connection to downtown Miami.

Airport

The County owns and operates Miami International Airport (the "Airport"), the principal commercial airport serving Southeast Florida. During Fiscal Year 2023, the Airport handled 51,563,044 passengers and 2,770,981 tons of airfreight. The Airport is classified by the Federal Aviation Administration as a large hub airport, the highest classification given by that organization.

The Airport is also one of the principal maintenance and overhaul bases, as well as a principal training center, for the airline industry in the United States, Central and South America, and the Caribbean.

Passengers and Cargo Handled by Airport 2019 - 2023

Fiscal Year	Passengers (in thousands)	Cargo Tonnage (in millions)	Total Landed Weight (million lbs.)
2019	45,812	2.35	37,858
2020	25,382	2.30	27,681
2021	30,219	2.65	32,460
2022	49,733	2.81	41,894
2023	51,563	2.77	42,221

SOURCE: Miami-Dade County Aviation Department

Seaport

The Port is an island port, which covers 520 acres of land, operated by the Seaport Department. It is the world's largest multi-day cruise port. For Fiscal Year 2023, embarkations and debarkations totaled 7,299,294 passengers and containerized cargo movements at the Port amounted to approximately 1,098,321 TEUs (twenty-foot equivalent units). The following table sets forth a five-year summary of both cruise passengers served and cargo handled:

Fiscal Year	Cruise Passengers (including Ferry Service) (in thousands)	Cargo TEUs (Twenty-Foot Equivalent Units) (in thousands)
2019	6,824	1,121
2020	3,478	1,067
2021	252	1,254
2022	4,022	1,198
2023	7,299	1,098

SOURCE: Miami-Dade County Seaport Department

Tourism

The County is a leading center for tourism in the State of Florida and the State's principal port of entry for international air travelers. The Airport is ranked second in international passenger traffic and PortMiami remains the largest cruise ship port in the world.

Riding on the coattails of 2022, in many ways 2023 was another record year. In 2023, a total of 27.2 million visitors (19.3 million overnight visitors and an additional 7.9 million day-trip visitors) traveled to the area. With this growing influx of visitors came additional spending, which also exceeded the prior year. Tourist spent an estimated \$21.1 billion, an increase of 2% over 2022. Furthermore, the total economic impact of tourism amounted to \$29.7 billion, a 3% increase year-over-year.

The momentum that built during 2022 carried over into 2023, with continued demand at levels never seen before. Miami International Airport (MIA) added more flights, which contributed to the influx of travelers. Additionally, the cruise industry exceeded pre-pandemic performance. Furthermore, meeting and convention activity gained momentum, and booking quickly filled the convention centers and hotels.

Domestic visitation still made up much of the bulk of visitation and was on par with the prior year, but the overall international recovery was strong. The primary purpose of tourists' visits continued to be leisure driven. However, similar to trends in the latter half of 2022, many visitors came to the area to visit friends and relatives, as well as to shop and take part in outside leisure activities. Florida has been one of the fastest growing states in the U.S., and this helped fuel both domestic and international visitation to Greater Miami & Miami Beach.

While much of the overall tourism momentum was driven by domestic visitation, traditional international visitor markets also began to return. The overall volume of international visitors trails 2019 by about 10%, the order of top markets has returned to their former positions. Visitors spent more in 2023 than ever- \$21.1 billion compared to \$20.8 billion in 2022, a net increase of 2%. The increase was driven by stronger spending among international visitors and Florida residents.

The following is a five-year schedule of domestic and international visitors, including a further breakdown of international visitors by region of origin, and the estimated economic impact produced by those visitors:

**Visitors and Their Estimated Economic Impact
2019-2023**

	Visitors (in thousands)			Estimated Economic Impact (in millions)		
	<u>Domestic</u>	<u>Int'l</u>	<u>Total</u>	<u>Domestic</u>	<u>Int'l</u>	<u>Total</u>
2019	17,263	6,905	24,168	\$ 9,482	\$ 8,378	\$ 17,860
2020	9,139	2,455	11,594	5,415	2,501	7,916
2021	19,031	5,189	24,220	12,727	6,495	19,222
2022	20,657	5,843	26,500	14,734	6,058	20,792
2023	20,967	6,206	27,173	14,512	6,637	21,149

SOURCE: Greater Miami Convention and Visitors Bureau Annual Report
Note: Amounts for visitors include both day trippers and overnight visitors

**International Visitors by Region
2019-2023
(in thousands)**

<u>Year</u>	<u>European</u>	<u>Caribbean</u>	<u>Central and South America</u>	<u>Canada /Other</u>	<u>Total</u>
2019	1,772	553	2,220	838	5,383
2020	288	342	859	353	1,842
2021	202	791	2,529	225	3,747
2022	650	1,037	2,417	639	4,743
2023	642	1,139	2,388	737	4,906

SOURCE: Greater Miami Convention and Visitors Bureau Annual Report

Employment

The following table illustrates the economic diversity of the County's employment base. No single industry dominates the County's employment market, and there have not been any significant decreases within the industry classifications displayed for the latest years for which information is available:

ESTIMATED EMPLOYMENT IN NON-AGRICULTURAL ESTABLISHMENTS 2019-2023										
	Sept. 2019	Percent	Sept. 2020	Percent	Sept. 2021	Percent	Sept. 2022	Percent	Sept. 2023	Percent
Goods Producing Sector										
Construction	54,300	4.5	52,600	4.7	51,900	4.4	55,000	4.4	50,100	3.8
Manufacturing	42,400	3.5	40,100	3.6	40,900	3.4	43,300	3.4	46,200	3.5
Mining & Natural Resources	500	0.0	500	0.0	600	0.1	500	0.0	500	0.0
Total Goods-Producing Sector	97,200	8.0	93,200	8.4	93,400	7.9	98,800	7.8	96,800	7.4
Service Providing Sector										
Transportation, Warehousing, and Utilities	88,300	7.3	81,500	7.3	85,200	7.2	92,000	7.3	97,700	7.5
Wholesale Trade	73,800	6.1	69,400	6.3	73,900	6.2	77,400	6.1	80,800	6.2
Retail Trade	142,200	11.7	131,100	11.8	135,900	11.4	142,300	11.3	145,500	11.1
Information	20,600	1.7	18,400	1.7	20,900	1.8	24,200	1.9	23,200	1.8
Finance Activities	81,300	6.7	80,400	7.2	85,500	7.2	91,000	7.2	93,000	7.1
Professional and Business Services	181,500	14.9	172,600	15.5	187,300	15.8	206,000	16.3	218,600	16.8
Education and Health Services	191,700	15.8	183,900	16.6	195,000	16.4	205,500	16.3	214,200	16.4
Leisure and Hospitality	144,300	11.9	93,900	8.5	126,700	10.7	139,600	11.0	139,000	10.7
Other Services	50,100	4.1	44,700	4.0	46,100	3.9	47,100	3.7	50,800	3.9
Government	145,600	12.0	140,900	12.7	138,800	11.7	139,600	11.0	145,400	11.1
Total Service Providing Sector	1,119,400	92.0	1,016,800	91.6	1,095,300	92.1	1,164,700	92.2	1,208,200	92.6
Total Non-Agricultural Employment	1,216,600	100	1,110,000	100	1,188,700	100	1,263,500	100	1,305,000	100

SOURCE: U.S. Bureau of Statistic, Current Employment Statistics. Prepared by Miami-Dade County, Department of Regulatory and Economic Resources, Planning Research and Economic Analysis Section, May 2024.

The following tables set forth the leading County employers for 2023:

Ten Largest Employers

Employer's Name	Number of Employees
Miami-Dade County Public Schools	35,601
Miami-Dade County	28,677
University of Miami	21,276
Jackson Health System	13,721
Publix Super Markets	13,606
American Airlines	10,961
Amazon Airlines	8,014
Walmart	7,005
Florida International University	6,613
U.S. Postal Services	5,828

SOURCE: Florida Department of Commerce (FloridaCommerce), Bureau of Workforce Statistics & Economic Research

The following table sets forth the unemployment rates for the last five years and for the United States, the State of Florida and the County.

**UNEMPLOYMENT RATES
2019- 2023**

Area	2019	2020	2021	2022	2023
USA	3.7%	8.1%	5.3%	3.6%	3.6%
Florida	3.2	8.1	4.6	2.9	2.8*
Miami-Dade County	2.9	8.2	5.5	2.6	1.8*

SOURCE: U.S. Bureau of Labor Statistics, Labor Market Statistics LAUS Program. Miami-Dade County, Regulatory and Environmental Resources Department, Planning Research and Economic Analysis Section, 2024.
*Preliminary

The following table sets forth the Per Capita Personal Income for the last five years for the United States, the Southeastern region, the State of Florida, and the County.

**Per Capita Personal Income
2018 - 2022**

<u>Year</u>	<u>United States**</u>	<u>Southeastern**</u>	<u>Florida**</u>	<u>Miami-Dade*</u>
2018	\$ 53,309	\$ 47,228	\$ 51,009	\$ 53,008
2019	55,547	49,379	53,640	55,397
2020	59,153	52,454	56,561	56,235
2021	64,430	57,604	63,078	65,948
2022	65,470	58,774	64,806	68,481

Source: U.S. Department of Commerce, Economic and Statistic Administration. Bureau of Economic Analysis/Regional Economic Information System; Online, February, 2024

*Last updated: November 16, 2023-- new statistics for 2022; revised statistics for 1979-2021.

**Last updated: September 29, 2023-- new statistics for 2022; revised statistics for 1979-2021.

Note: All dollar estimates are in thousands of current dollars (not adjusted for inflation).

County Demographics

**Miami-Dade County
Estimates of Population by Age
2000 to 2030**

<u>Age Group</u>	<u>2000</u>	<u>2010</u>	<u>2015</u>	<u>2020</u>	<u>2025</u>	<u>2030</u>
Under 16	495,375	479,211	474,118	459,712	452,977	446,972
16-64	1,457,435	1,665,211	1,734,876	1,777,728	1,830,013	1,891,516
65 & Over	300,552	352,013	409,642	464,327	517,495	576,296
Total	2,253,362	2,496,435	2,618,636	2,701,767	2,800,485	2,914,784

SOURCE: U.S. Census Bureau, Decennial Census, 2000, 2010, 2020. Intercensal Estimates and Projections (2025-2030) provided by Miami-Dade County Department of Regulatory and Economic Resources, Planning Research and Economic Analysis Section, 2024.

**Trend and Forecasts, Population in
Incorporated and Unincorporated Area
1960-2025**

<u>Year</u>	<u>Population in Incorporated Areas</u>	<u>Population in Unincorporated Areas</u>	<u>Total</u>	<u>Percentage Growth in Population</u>
<u>Trends:</u>				
1960	582,713	352,334	935,047	N/A
1970	730,425	537,367	1,267,792	35.6 %
1980	829,881	795,900	1,625,781	28.2
1990	909,371	1,027,723	1,937,094	19.1
2000	1,049,074	1,204,288	2,253,362	16.3
2010	1,386,864	1,109,571	2,496,435	10.8
2020	1,514,817	1,186,950	2,701,767	8.2
<u>Forecasts:</u>				
2025	1,577,361	1,223,124	2,800,485	3.7

SOURCE: U.S. Census Bureau, Decennial Census Reports for 1960-2020. Projections provided by Miami-Dade County Department of Regulatory and Economic Resources, Planning Research and Economic Analysis Section, 2024.

**Miami-Dade County
Population By Race and Ethnic Group
1980 - 2022
(in thousands)**

<u>Year</u>	<u>Total</u>	<u>Hispanic⁽¹⁾</u>	<u>Black⁽¹⁾</u>	Non-Hispanic Whites and <u>Others</u>
1980	1,626	581	284	773
1985	1,771	768	367	656
1990	1,967	968	409	618
1995	2,084	1,155	446	519
2000	2,253	1,292	457	534
2005	2,403	1,455	461	497
2010	2,496	1,624	496	449
2015	2,617	1,741	476	458
2020	2,701	1,857	457	466
2021	2,663	1,839	464	442
2022	2,674	1,848	462	443

(In Percentages)

1980	100	36	17	48
1985	100	43	21	37
1990	100	49	21	31
1995	100	55	21	25
2000	100	57	20	24
2005	100	61	21	20
2010	100	65	20	18
2015	100	67	18	18
2020	100	69	17	17
2021	100	69	17	17
2022	100	69	17	17

⁽¹⁾ Black includes any person reporting Black race. Hispanic includes Black Hispanics.

There is overlap between both categories. Reason why percentages add up to more than 100.

SOURCE: U.S. Census Bureau, Census of Population Reports for 1980-2020. American Community Survey 1-Year Estimates, 2021-2022 Intercensal provided by Miami-Dade County Department of Regulatory and Economic Resources, Planning Research and Economic Analysis Section, May 2024.

[THIS PAGE INTENTIONALLY LEFT BLANK]

