Report of Independent Certified Public Accountants and Special-Purpose Financial Statements

Miami-Dade Aviation Department
Miami International Airport
Shuttle Services Facility's
Management and Operating Agreement

September 30, 2020 and 2019

Special-Purpose Financial Statements

September 30, 2020 and 2019

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

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

Report on the Special-Purpose Financial Statements

We have audited the accompanying special-purpose statements of assets and liabilities and special-purpose statements of revenues and expenses of the Miami-Dade Aviation Department-Miami International Airport Shuttle Services Facility's Management and Operating Agreement (the "Facility") as of and for the fiscal year-ended September 30, 2020 and for the period from inception (March 1, 2019) through September 30, 2019, and the related notes to the special-purpose financial statements, which collectively comprise the Facility's special-purpose financial statements as listed in the table of contents.

Management's Responsibility for the Special-Purpose Financial Statements

Management is responsible for the preparation and fair presentation of these special-purpose financial statements in accordance with the provisions of the Facility's Management and Operating Agreement and accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of special-purpose financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these special-purpose financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the special-purpose financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the special-purpose financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the special-purpose financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the special-purpose financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the special-purpose financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



Opinion

The accompanying special-purpose financial statements have been prepared for the purpose of complying with the Management and Operating Agreement between Miami-Dade County, Florida, and the Management Company of the Miami International Airport Shuttle Services Facility as described in Note 2 to the special-purpose financial statements and are not intended to be a presentation in conformity with accounting principles generally accepted in the United States of America.

As discussed in Note 2, these special-purpose financial statements are intended to present the assets and liabilities, and revenues and expenses of only the portion of Miami-Dade Aviation Department that is attributable to the transactions of the Facility. They do not purport to, and do not, present fairly the financial position of Miami-Dade Aviation Department, as of September 30, 2020 and 2019, or, where applicable, its cash flows for the period then ended in conformity with accounting principles generally accepted in the United States of America.

In our opinion, the special-purpose financial statements referred to above present fairly, in all material respects, the assets and liabilities of the Facility as of September 30, 2020 and 2019 and the revenues and expenses, for the year ended September 30, 2020 and for the period from inception (March 1, 2019) through September 30, 2019, on the basis of accounting described in Note 2.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated April 21, 2021 on our consideration of the Facility's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Facility's internal control over financial reporting and compliance.

Restriction of Use

This report was prepared solely for the information and use of the Honorable Mayor and Members of the Board of County Commissioners of Miami-Dade County, Florida and the management of the Miami International Airport Shuttle Services Facility and is not intended to be and should not be used by anyone other than these specified parties.

C Borders-Byrd, CPA LLC

Miami, Florida April 21, 2021

Special-Purpose Statements of Assets and Liabilities

September 30,

	2020	2019	
Assets			
Inventory	\$ 243,975	\$ 272,158	
Due to Management Company by Aviation			
Department (see Note 2)	956,122	885,684	
Total assets	\$1,200,097 \$ 1,157		
Liabilities			
Accounts payable and accrued expenses	\$ 369,796	\$ 676,120	
Due to Management Company and Related Parties	664,104	231,422	
Due to Aviation Department	166,197	250,300	
Total liabilities	\$ 1,200,097	\$ 1,157,842	

See accompanying notes to the special-purpose financial statements.

Special-Purpose Statement of Revenues and Expenses

	For the period from inception For the year ended 2019) through September 30, 2020 2019	
Revenues	\$ -	_\$
Expenses		
Payroll and fringe benefits	3,947,831	2,273,275
Selling, general and administrative expenses	1,217,762	1,172,450
Management fees	526,200	306,950
Total expenses	5,691,793	3,752,675
(Deficiency) of revenues over expenses	\$ (5,691,793)	\$ (3,752,675)

See accompanying notes to the special-purpose financial statements.

Notes to the Special-Purpose Financial Statements

September 30, 2020 and 2019

NOTE 1 – GENERAL

Miami-Dade County, Florida (the "County") entered into a Management and Operating Agreement (the "Agreement") with a third party (a "Management Company") to operate, maintain and manage the Shuttle Services Facility (the "Facility") at Miami International Airport (the "Airport") on behalf of the County. This Agreement provides for a fixed management fee. While the County generally looks toward the Management Company for recommendations relative to operation of the Facility. the County does exercise complete budgetary control and establishes guidelines and goals for growth and performance. Such actions are taken within the rights reserved by the County under the Agreement to control all aspects of the business. These actions include such matters as pricing, staffing, employee benefits, operating hours, maintenance requirements, service levels, merchandise selections, personnel policies and marketing strategies. In the event the Management Company does not perform in accordance with the standards established by the County, the County has the right to cancel such Agreement. The Management Company does not act as general agents on behalf of the County and, therefore, cannot obligate or commit the County beyond the scope of what is required to run the day-to-day operations of the managed facility, as established by the budgets approved by the County.

The Shuttle Services Facility provides shuttle transportation services, primarily to Airport and County employees, but also to members of the general public between the Airport terminal and certain parking areas. The Management Company contracted to operate, maintain, and manage the Shuttle Services Facility is SP+ Transportation ("SP+"). See Note 3 for more details on the Agreement termination date and management fees. The Shuttle Services Facility is a non-revenue producing operation.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The special-purpose financial statements of the Facility conform to accounting principles generally accepted in the United States of America, except for the exclusion of certain assets, liabilities and expenses. The special-purpose statements of assets and liabilities include only those assets and liabilities which are recorded in the books of the Facility, as maintained by the Management Company for the County pursuant to the Agreement. Assets not reflected therein include, but are not limited to capital assets. Liabilities not reflected therein relate primarily to other operating expenses paid directly by the County, debt, and certain accrued compensated absences. The special-purpose statements of revenues and expenses include only those expenses, which are incurred by the Facility under the terms of the Agreement.

Notes to the Special-Purpose Financial Statements - Continued

September 30, 2020 and 2019

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

Basis of Accounting – Continued

Expenses not reflected therein include charges for certain depreciation and amortization in connection with capital assets located within the Facility and interest expense, if any. The Facility and its operations are included as part of the assets, liabilities and operations of Miami-Dade Aviation Department ("Aviation Department").

The accompanying special-purpose financial statements of the Facility have been prepared on the accrual basis of accounting, as prescribed by GASB, except where otherwise noted.

The Management Company pays the operating expenses of the Facility. The County reimburses the Management Company for all approved reimbursable operating expenses, as defined in the Agreement.

Basis of Presentation

The accompanying special-purpose financial statements were prepared for the purpose of complying with the Agreement. Statements of cash flows are not required under the Agreement and have been omitted.

Inventory

Inventory primarily represents vehicle parts, fuel, and oil to be used in operations and are stated at cost. Cost is determined using the weighted average cost method.

Due to Management Company by Aviation Department

Amounts due to Management Company by the Aviation Department represent the cumulative expenditures and net receipts and disbursements between the Management Company and the Aviation Department since inception of the Agreement, as follows:

	2020	2019
Beginning Balance	\$ 885,684	\$ -
Total expenses	5,691,793	3,752,675
Amounts reimbursed	(5,586,355)	(2,841,991)
Contributed expenses	(35,000)	(25,000)
Total unreimbursed expenses	\$ 956,122	\$ 885,684

Notes to the Special-Purpose Financial Statements - Continued

September 30, 2020 and 2019

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

Accounts Payable and Accrued Expenses

Accounts payable and accrued expenses represent amounts due to vendors and service providers for unpaid goods and services provided for the operations of the Facility. Estimated accrued payroll expenses are also included. Accrued compensated absences are not included.

Due to Management Company and Related Parties

This amount represents accrued management fees due to the Management Company and submitted expense reimbursements from the Airport that are outstanding as of September 30, 2020 and 2019.

Amounts due to the Aviation Department

This amount represents the remainder of parts inventory contributed by the Aviation Department on March 1, 2019 to the operation of Shuttle Services.

Payroll and Fringe Benefits

Payroll and fringe benefits are recognized when incurred and include costs of salaries, wages, healthcare and retirement benefits, workers compensation and payroll taxes incurred as compensation to employees of the Facility. This amount does not include certain accrued compensated absences due to employees.

Selling, General, and Administrative Expenses

Selling, general, and administrative expenses (SG&A) are recognized when incurred and are primarily comprised of costs incurred for third-party service providers, fuel, professional fees, and administrative costs, repairs and maintenance for the Facility, certain capital asset purchases and other miscellaneous operating expenses.

Management Fees

Management fees are recognized when incurred and represent costs incurred as compensation to the Management Company for operating the Facility. See Note 3. These are related party transactions.

Notes to the Special-Purpose Financial Statements - Continued

September 30, 2020 and 2019

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

Property, Plant, and Equipment & Related Costs

Pursuant to the Agreement, upon budget approval by the County, the Management Company purchases certain fixed assets needed by the Facility. Such assets are the property of the County and are not recorded in the accompanying special-purpose statements of assets and liabilities of the Facility. The Management Company is reimbursed or advanced the cost of such assets by the County. These amounts are included in selling, general and administrative expense in the accompanying special-purpose statements of revenues and expenses, when incurred.

The Management Company also occasionally oversees capital improvements to the Facility directed by the County. Such capital improvements are the property of the County and are not recorded in the accompanying special-purpose statements of assets and liabilities of the Facility. The Management Company is reimbursed or advanced the cost of such capital improvements by the County. The costs and related depreciation and amortization are not included in the accompanying special-purpose statements of revenues and expenses, except in certain instances where expressly required by the County.

Income Taxes

The special-purpose statements of revenues and expenses are intended to show the results of operations for the Facility managed under the Agreement on behalf of the County; accordingly, no provision has been made for income taxes as the County is an income tax-exempt organization.

Use of Estimates

The preparation of the special-purpose financial statements in conformity with the basis of accounting described above requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the special-purpose financial statements, and the reported amount of expenses during the reporting period. Actual results could differ from those estimates.

Notes to the Special-Purpose Financial Statements - Continued

September 30, 2020 and 2019

NOTE 3 – MANAGEMENT AND OPERATING AGREEMENT

Pursuant to the Agreement, a management fee is payable to the Management Company of the Shuttle Services Facility on a monthly basis. The monthly management fees payable to the Management Company of the Shuttle Services Facility as defined in the Agreement in effect for September 30, 2020 and 2019 is \$43,850 per month.

Terms of Agreement

The Shuttle Services Facility Agreement between SP+ and the County expires on March 1, 2024 with an optional continuance of a five-year additional term.

NOTE 4 - COMMITMENTS AND CONTINGENCIES

The Facility from time to time are involved in litigation incidental to the conduct of their business, and such matters can involve current and former Facility employees and contractors. In the opinion of management, the expected liability, from these claims, in excess of insurance coverage, if any, would not be material to the Facility's financial position or results of operations.

NOTE 5 – RISK MANAGEMENT

The Facility is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. As a result, the Facility obtained general and property liabilities and worker's compensation insurance coverage.

NOTE 6 – RELATED PARTY TRANSACTIONS

In addition to management fees incurred by the Shuttle Services Facility and paid to the Management Company (see Note 3), the Facility's payroll and benefits disbursements to employees are made by the parent company and reimbursed by the County as a reimbursable operating expense.

All amounts included in the statements of revenues and expenses are paid in advance by the Management Company and are reimbursed by the County. Approximately, \$956,122 and \$885,684 of unreimbursed expenses were outstanding and due to the Management Company as of September 30, 2020 and 2019, respectively.

NOTE 7 – SUBSEQUENT EVENTS

Management has evaluated subsequent events through April 21, 2021, which is the date these special-purpose financial statements were available to be issued.



REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF SPECIAL-PURPOSE FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

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

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the special-purpose statement of assets and liabilities and special-purpose statement of revenues and expenses of the Shuttle Service Facility at Miami International Airport (the "Shuttle Service" or "Facility") managed by SP+ Transportation, as of and for the year ended September 30, 2020, and the related notes to the special-purpose financial statements, which collectively comprise the Shuttle Service special-purpose financial statements, and have issued our report thereon dated April 21, 2021.

Internal Control over Financial Reporting

In planning and performing our audit of the special-purpose financial statements, we considered the Facility's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the special-purpose financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Shuttle Service's internal control. Accordingly, we do not express an opinion on the effectiveness of the Shuttle Service's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's special-purpose financial statements will not be prevented or detected and corrected on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or, significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that were not identified. We did identify certain deficiencies in internal control, described in the accompanying management letter that we consider to be material weaknesses. We consider the following deficiencies in internal control to be material weaknesses: (2020-1 Closing the Books, 2020-2 Inventory Valuation, 2020-3 Contract Compliance, and 2019-6 Proper Segregation of Duties).

Management Letter and Schedule of Findings
September 30, 2020 and 2019

Management Letter and Schedule of Findings

The following is a summary of current year recommendations and the status of prior year recommendations that recurred in the current year, were not implemented, or were only partially implemented by the Facility during the current year. All prior year recommendations that have been fully implemented were not repeated in this section.

One of the basic elements of internal accounting control involves segregation of duties in such a manner in which the work of one employee is checked by others, and the responsibilities for custody of assets is not placed in the same employees that maintains the accounting records. Due to the Facility's limited number of personnel, the segregation of duties is not always possible. However, management feels the risk of misstatement due to error or fraud is mitigated by the review of individual transactions and the monthly financial statements by MDAD personnel.

Current Year Recommendations

2020 - 1 Closing the Books

Condition: Shuttle Services expended approximately \$5.7 million in operating disbursements. The Management and Operating Agreement between Miami-Dade County and the Management Company requires the books to be closed no later than October 15, annually. We noted post-closing adjustments proposed by the Management Company in April 2021. We noted approximately \$926,000 of invoices for replenishable operating expenses that were submitted to the Department after September 30, 2020.

Criteria: Account reconciliations for significant account balances or classes of transactions should be prepared and reviewed regularly and in a timely manner.

Cause: Year-end procedures were not fully developed to include documented reconciliations for all accounts and transaction classes.

Effect: There is a risk that misstatements of the special-purpose financial statements may not be detected and corrected in a timely manner, as all transactions might not be recorded timely.

Recommendation: Management should adhere to the provisions of the Management and Operating Agreement. Additionally, general ledger accounts should be reconciled on a monthly basis. The reconciliations should be approved by an appropriate level of management and post-closing adjustments, if any, should be reviewed, approved and posted in a timely manner.

Facility's Response: We concur with the recommendation.

MDAD's Response: We concur with the recommendation.

Management Letter and Schedule of Findings - Continued

Current Year Recommendations - Continued

2020 - 2 Inventory Valuation

Condition: Management was unable to provide evidence supporting inventory valuation for approximately \$42,000 in 2019 of certain parts inventory, with a balance of approximately \$29,000 remaining in 2020. Management has represented that the underlying records are not available.

Criteria: Proper accounting records should be maintained to support inventory valuation.

Cause: Shuttle Services Facility's staff was not properly trained on the utilization of the inventory management system.

Effect: There is a risk that misstatements of the special-purpose financial statements may not be detected and corrected in a timely manner.

Recommendation: Shuttle Services management should reevaluate the process of inventory valuation and ensure that proper accounting records are maintained to support the account balances.

Facility's Response: The referenced inventory items valued at approximately \$42,000 and \$29,000 for 2019 and 2020, respectively, were purchased by the prior management company and we do not have access to their records. The automated inventory system's report supports the values of the inventory items.

MDAD's Response: The inventory items valued approximately \$29,000 in 2020 were the remaining parts of the inventory items valued approximately \$42,000 and previously reported in 2019. The inventory items were purchased by the prior management company. The automated inventory system's report validates the value of the inventory items.

Management Letter and Schedule of Findings - Continued

Current Year Recommendations - Continued

2020 - 3 Contract Compliance

Condition: SP+ Transportation entered into an agreement with Miami-Dade County to oversee the operations of Shuttle Services Facility. We noted noncompliance with the provision of Section 3.04 – Monthly Financial Statement. We noted that the monthly financial statements were not submitted within 10 days of closing (for 11 of 12 months).

Criteria: Section 3.04 requires that Comparative Monthly Financial Statements must be provided to the Department no later than ten days following the close of each monthly period. A memorandum shall accompany statements explaining all variances for budgeted vs. actual expenses.

Cause: Shuttle Services management did not properly monitor compliance with the provisions of the Management and Operating Agreement.

Effect: There is a risk that misstatements of the special-purpose financial statements may not be detected and corrected in a timely manner.

Recommendation: Shuttle Services management should adhere to its policies and procedures and the Project Manager should provide proper supervision and review of contract compliance on a timely basis.

Facility's Response: We concur with the recommendation. We are in the process of implementing changes to ensure timely processing of transactions and submission of the request for reimbursements and monthly financial statements.

MDAD's Response: MDAD has held meetings with Management, in addition to written communications, requesting compliance with the Agreement. Consequently, Management is implementing internal changes to ensure prompt submission of the request for reimbursement and monthly financial statements.

Management Letter and Schedule of Findings - Continued

Status of Prior Year Recommendations

2019 - 1 Closing the Books

Condition: Shuttle Services expended approximately \$3.8 million in operating disbursements. The Management and Operating Agreement between Miami-Dade County and the Management Company requires the books to be closed no later than October 15, annually. We noted post-closing adjustments proposed by the Management Company in April 2020. We noted approximately \$720,000 of invoices for replenishable operating expenses that were submitted to the Department after September 30, 2019.

Criteria: Account reconciliations for significant account balances or classes of transactions should be prepared and reviewed regularly and in a timely manner.

Cause: Year-end procedures were not fully developed to include documented reconciliations for all accounts and transaction classes.

Effect: There is a risk that misstatements of the special-purpose financial statements may not be detected and corrected in a timely manner, as all transactions might not be recorded timely.

Recommendation: Management should adhere to the provisions of the Management and Operating Agreement. Additionally, general ledger accounts should be reconciled on a monthly basis. The reconciliations should be approved by an appropriate level of management and post-closing adjustments, if any, should be reviewed, approved and posted in a timely manner.

Facility's Response: SP+ will adhere to the provisions of the Management and Operating Agreement. We will make sure the general ledger accounts are reconciled monthly and reviewed and approved in a timely manner.

MDAD's Response: We concur with the recommendation.

Current Status: See current year's recommendation at 2020-1.

Management Letter and Schedule of Findings – Continued

Status of Prior Year Recommendations - Continued

2019 - 6 Proper Segregation of Duties

Condition: The Finance Manager is responsible processing payroll (including review and approval of employee time and overtime, completion of the personnel action for pay rate changes and reviewing the payroll reports), processing requests for vendor invoice payments, and preparation of the invoices requests for reimbursement (RFR) and the monthly financial report for the Aviation Department.

Criteria: One of the basic elements of internal control involves segregation of duties and proper staffing.

Cause: The Facility's limited number of personnel could cause a bottleneck with respect to processing transactions. There was approximately \$720,000 of RFR's submitted after September 30, 2019.

Effect: There is a risk that transactions may not be properly recorded or authorized, therefore causing misstatement of expense in the special-purpose financial statements that may not be detected and correct in a timely manner.

Recommendation: Management should reevaluation the staffing resources and job duties for Shuttle Service finance function.

Facility's Response: SP+ has hired an Accounting Assistant, to assist in the submitting RFR's, monthly financial reports, and payroll processing duties to have proper resources for our finance functions. This hire will be starting by the end of the month.

MDAD's Response: MDAD and Management have identified the need for an Accounting Assistant for prompt processing of transactions and submission of request for reimbursements. Consequently, Management has hired an Accounting Assistant to augment its finance staff resources. The new hire will commence duties by the end of July 2020.

Current Status: Management has hired an Accounting Assistant to facilitate segregation of duties and augment its finance staff resources. The Accounting Assistant commenced duty on July 27, 2020.

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