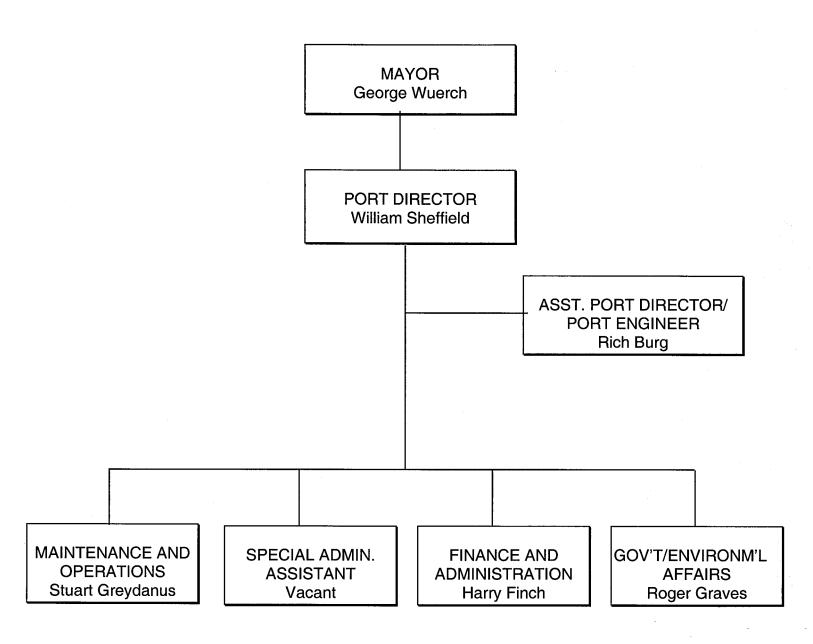
PORT OF ANCHORAGE ORGANIZATION CHART



PORT OF ANCHORAGE PROFILE

ORGANIZATION

The Port of Anchorage is organized into three functional areas: Port Administration, Port Development and Port Operations & Maintenance. The Administrative responsibility entails day-to-day business functions, construction management/engineering and real estate management. The Port Development involves marketing, planning, permitting, environmental issues and public and intergovernmental affairs tasks. Current Operations & Maintenance functions include management of vessel movements and dockside activities, general upkeep and operation of the facilities, equipment, and security.

HISTORY

The Port of Anchorage commenced operation in September 1961, with a single berth. 38,000 tons of cargo crossed the dock of the Port that first year. In 2000, 2,793,270 tons crossed the dock. The Port was ranked 17th among United States container ports, including San Juan and Honolulu, in 2000 for the movement of container TEUs (twenty-foot equivalent units). The Port of Anchorage is a major economic factor and one of the strongest links in the Alaska transportation chain. This chain enables residents statewide from Juneau to Barrow to take full advantage of the benefits of inexpensive waterborne commerce through this regional serving Port. The Port of Anchorage contributes an estimated \$725 million annually to Alaska's economy. The Port and its customers have maintained an notable safety record throughout the four (4) decades the Port has been in operation.

SERVICES

Approximately 90% of the consumer goods and foodstuffs sold within the Railbelt and beyond move through the Port of Anchorage on a year-round basis. Container service is available twice a week from Puget Sound by two domestic ocean carriers and increases seasonally by one additional container vessel per week. Bulk shipments are both domestic and foreign, and involve imports of basic commodities such as cement, refined petroleum products, automobiles and construction materials. The Port of Anchorage, due to its strategic global position and close proximity to neighboring major military commands, Elmendorf Air Force Base and Fort Richardson, is a key component for Department of Defense strategic activities concerning mobilization planning and the shipping/transport of jet fuel and other related petroleum products and bulk cargo for military use. The Port serves as the primary export facility for the state's largest petroleum refinery in North Pole, and as the major export terminal for frozen and canned seafood products that are packed in Anchorage, Valdez and on the Kenai Peninsula.

The Municipality of Anchorage is the Grantee of Anchorage Foreign Trade Zone (FTZ) No. 160, the only activated FTZ in the State of Alaska. The Port of Anchorage is the Municipal department responsible for the administration of the FTZ program in Anchorage. At the present time FTZ No. 160 is comprised of seven sites totaling some 1,000 acres located at the Port of Anchorage, Anchorage International Airport and at five private sites throughout the Municipality. An application for subzone status for the Tesoro Petroleum refinery in Kenai was approved by the United States Department of Commerce, Foreign Trade Zones Board in May 2001.

REGULATION

Dock Revenue rates for the Port of Anchorage are established in the Port of Anchorage Terminal Tariff No. 5 and through contractual Terminal Preferential Usage Agreements. Changes to the tariff and adjustments to the five (5) year term Preferential Usage Agreements' charges require approval by the Anchorage Port Commission, subject to approval by the Anchorage Municipal Assembly and the Federal Maritime Commission.

Port Industrial Park Revenue is derived from long-term leases of properties in the Port Industrial Park. The leases provide for five-year rate adjustments that are performed in accordance with Anchorage Municipal Code provisions. Leases and lease options are subject to Municipal Assembly approval.

ENVIRONMENTAL MANDATES

The Port complies with a broad range of local, state and federal environmental standards, including all provisions of the Clean Water Act, Clean Air Act, National Pollution Discharge Elimination System (NPDES), Endangered Species Act and Coastal Zone Management Plan.

PHYSICAL PLANT

Real Estate:

128 acres of developed uplands

400 acres of economically developable tidelands to the north and south of the existing Industrial Park and dock area

1,000 acres of submerged lands offshore from tidelands holdings

1,528 total acres

Terminals:

- Three General Cargo Terminals, 2,109 ft. of dock face, container, roll on\roll off, bulk cement and break bulk capabilities
- Two Bulk Petroleum Product Terminals with 600 feet each of berthing space with four 2,000-bbl./hr.-product pipelines each
- Operating depth at all facilities: dredged to -35' MLLW
- Maximum vessel tonnage: 60,000 DWT
- Maximum length and breadth: No limit
- On-dock Transit Shed with 27,000 square foot heated storage/office space

Cargo Handling Equipment:

- Rail mounted, electric Container Cranes:
 - (2) 30 ton
 - (1) 40 ton
- Portable Cranes to 150 tons available
- Forklifts to 30 tons available
- Bulk Petroleum Valve Yard capable of accommodating multiple simultaneous marine/shore and/or inter-user shore side transfers.
- U.S. Port of Entry: Foreign Trade Zone service available

PORT OF ANCHORAGE 2002 OPERATING AND CAPITAL BUDGET ASSUMPTIONS

Below are the general budget assumptions for the Port of Anchorage's 2002 Operating and Capital Budgets.

REGULATION

Assumed continued economic regulation by the Federal Maritime Commission (FMC).

UTILITY OWNERSHIP

Assumed continued Municipal ownership in 2002.

RATE INCREASES

The Port Commission promulgated a major revision to the Port's tariff in 2001 which was subsequently approved by the Anchorage Municipal Assembly and the FMC. As part of the revision, which effectively created Port of Anchorage Tariff No. 5, wharfage rates were increased incrementally over a three (3) year period for: Cement, Bulk Pipeline; Petroleum, Inbound/Outbound; and, Petroleum, Transfers. Port debt service coverage and cash reserves are anticipated to remain adequate and, other than the scheduled incremental increases noted above for wharfage items, no new rate increases are assumed for 2002.

MUNICIPAL ENTERPRISE SERVICE ASSESSMENT (MESA)

Assumed 2001 Tax District No. 1 mill rate and 1.25% MESA for MESA (in lieu of taxes) calculations.

INTEREST

The Port assumed a rate of 6.00% in 2002 for debt service on \$2,000,000 of new revenue bonds anticipated to be sold in late 2001. Interest income was calculated assuming a rate of 4.50%.

INTRAGOVERNMENTAL CHARGES (IGCs)

Assumed no change in IGCs from General Government over that level contained in the Revised 2001 General Government Operating Budget.

POPULATION

Assumed no increase in population significant to the Port of Anchorage in 2001 or 2002.

INFLATION

In general, inflation (i.e., CPI - all urban consumers) was anticipated to approximate 1.5% in 2002.

2002 IMPACTS/ASSUMPTIONS SPECIFIC TO THE PORT OF ANCHORAGE

- 1. Port revenues are anticipated to increase slightly in 2002 as the net result of several Port business items. Projected increases in General Cargo, Cement and Petroleum wharfage revenues combined with a increase in interest income are forecast to be offset by a reduction in Terminal Rental revenue in 2002. The storage, at the Port, of steel for new construction at Ted Stevens International Airport is scheduled to end in late 2001 resulting in the decline in Terminal Rental revenue in 2002.
- 2. Expenses are anticipated to increase primarily as a result of: 1) increased depreciation due to booking new Port facility plant in-service in 2001 and 2002, 2) an increase in Compensation Costs due to projected whole staffing levels, and 3) an increase in Bond Interest expense.
- 3. The Port's 2002-2007 Capital Improvement Budget reflects a major expansion program of the Port's Terminal plant, which was highlighted in recommendations of the Port's Master Plan, with an emphasis on securing Federal funding. Primary near term development projects include: 1) the Intermodal Marine Facility (IMF) Phase 1, which upgrades and expands the existing Petroleum Dock No. 2 into an intermodal, multi-purpose cargo and passenger facility; 2) the IMF Phase 2 (Link), which would connect the IMF to the main dock to provide additional intermodal, multi-purpose cargo and passenger movement; 3) the IMF Backlands, which would develop approximately 40 acres of backlands to support the new IMF on property previously utilized by the Defense Fuels Agency; and 4) participation as the Local Sponsor with the U.S. Army Corps of Engineers on Dock Stability and Deepening projects which would ensure dock seismic stability/dock support and increase the authorized depth for the Port's harbor from -35 feet to -45 feet. Other future projects include: a major Dock and Pile Renovation project and a Dock Widening project of the four terminals which comprise the Port's main dock facility. These projects will allow the next generation of larger vessels to call at the Port and provide larger cranes to accommodate the new vessels' increased container width capacity.

PORT OF ANCHORAGE HIGHLIGHTS AND FUTURE EVENTS

Congressional legislation, under Public Law No. 106-65 signed October 5, 1999, authorized the Secretaries of the Air Force and the Department of the Interior to convey without consideration, two parcels of real property, approximately 14.22 acres to the Municipality/Port of Anchorage. These Federal land parcels, known as Tracts A & EE, will be used for container storage. Tract A was conveyed to the Port via land patent on December 4, 2000. Tract EE is currently leased from the U.S. Air Force and indications are that final conveyance action on this parcel should occur before the end of 2001.

The Port of Anchorage is the Municipal department responsible for the administration of Anchorage Foreign Trade Zone (FTZ) No. 160. An application for subzone to FTZ No. 160 for the Tesoro Petroleum refinery in Kenai was approved by the United States Department of Commerce, Foreign Trade Zones Board in May, 2001.

Bulk Petroleum tonnage crossing the Port's dock declined significantly in 1998/1999. This resulted in a substantial reduction in the Port's Petroleum Dockage and Wharfage revenues. Petroleum activity improved in 2000, primarily due to increased refinery biproduct generation. The level of Petroleum tonnage across the dock has continued to increase in 2001. However, attaining a level of Petroleum activity equal to that of 1997 is not anticipated in the near future.

Totem Ocean Trailer Express, Inc. (TOTE), one of the major general cargo/container carriers calling at the Port of Anchorage, made a significant decision in 1999 to design and construct new ships for its Alaska trade. These new 839 foot Orca Class Ro/Ro Vessels will easily accommodate 53-foot and larger length trailers and will provide dedicated vehicle stowage. The first of these two new vessels is scheduled to enter service in 2002. In order to accomplish the majority of cargo load out during a 9-hour longshore period, TOTE has constructed a new trestle between Terminal No. 3 and Transit Area D to support an additional Ro/Ro ramp to these new TOTE vessels. The Port will reimburse TOTE for the construction of Trestle 3C utilizing Port revenue bonds and TOTE will lease the trestle for an initial 20 year term at an amount that would include the debt service on the revenue bonds.

The Port is assisting and coordinating with the Alaska Railroad Corporation (ARRC) and Williams Alaska Petroleum on a rail loop project into the South Tidelands, a portion of which will be on property leased back to ARRC by the Port. This project will significantly improve the delivery of Williams' petroleum products to the Anchorage area. Although the revenues to the Port from this lease will be minimal, this project should benefit other Port users and the public by relieving traffic congestion on Ocean Dock Road and within the Port area. The project should commence in 2001 with completion targeted for the latter part of the 2002 construction season.

The update of the Port's Master Plan to address anticipated 20 year growth projections of the Port and connections to the area wide transportation system was completed in the spring of 2000. It includes a Port Strategic Marketing Plan, a Port Facilities Plan, a Port Access Plan, and an Implementation Plan. This new Port Master Plan has been presented to the Anchorage Assembly for adoption and for inclusion in the Anchorage Comprehensive Plan.

Following recommendations highlighted in the Port's new Master Plan, the Port has defined a new major Capital Improvement Program to expand the Port's Terminal Plant and has also initiated extensive efforts to secure funding for the projects. These future development projects will occur incrementally over a 7 to 10 year period and the program provides for flexibility in project sequencing. This new development program has three primary objectives: 1) to accommodate existing customer requirements; 2) to accommodate growth and demand for Port services, especially with respect to potential new customers and the new generation vessels anticipated to call at the Port; and, 3) to stimulate economic development for the Municipality and the region by providing marine and landslide transportation system improvements. Federal funding, and/or actual project management in some cases, will be critical to accomplishing these future Port development projects.

The Port is also working closely with the ARRC and the Alaska Department of Transportation and Public Facilities (DOTPF), as well as other transportation agencies, to improve its intermodal connections to the highway and rail systems. It is anticipated that this will result in a road and rail line around the Eastern perimeter of the Port into the North Tidelands. This would include development of a Trailer On Flat Car (TOFC) yard on Port property and would provide potential connections to a future Knik Arm Crossing. It would also provide access for land development North of the Port in support of mega-module assembly and load out activities.

PORT OF ANCHORAGE 11-YEAR SUMMARY

UTILITY FORMAT - 2002 OPERATING BUDGET (000's)

			Ac	Actual		Proforma	Budget			Forecast		
	Financial Overview	1997	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007
	Revenues	\$7,964	\$8,872	\$8,726	\$9,245	\$10,004	\$10,095	\$10,070	\$10,065	\$10,119	\$10,268	\$10,422
	Expenses	\$5,772	\$5,922	\$6,609	\$6,510	\$6,689	\$6,977	\$6,994	\$7,004	\$7,180	\$7,234	\$7,490
	Net Income (Regulatory)	\$2,192	\$2,950	\$2,117	\$2,735	\$3,315	\$3,118	\$3,076	\$3,061	\$2,939	\$3,034	\$2,932
	Budgeted Positions	21	21	21	21	21	21	21	21	21	21	21
	Capital Program	\$3,466	\$4,140	\$2,554	\$793	\$2,593	\$22,605	\$30,670	\$27,585	\$40,560	\$40,580	\$40,645
	Bond Sales	\$0	\$0	\$0	\$0	\$0	\$2,000	\$0	\$0	\$0	0\$	\$0
	Net Plant (12/31)	\$57,410	\$55,070	\$56,068	\$56,137	\$53,746	\$55,436	\$52,609	\$49,675	\$77,062	\$101,882	\$152,282
	Utility Revenue Distribution	969\$	\$0									
	MESA		\$0	\$576	\$551	\$570	\$602	\$586	\$570	\$544	\$517	\$583
	Retained Earnings (12/31)	\$42,836	\$45,786	\$47,903	\$50,638	\$53,687	\$56,805	\$59,881	\$62,942	\$65,881	\$68,915	\$71,847
<u> </u>	General Cash Pool	\$2,704	\$3,502	\$1,593	\$5,465	\$4,646	\$8,780	\$9,230	\$10,293	\$8,476	\$11,736	\$14,698
l PO	Construction Cash Pool	\$5,607	\$5,911	\$8,721	\$9,706	\$18,596	\$12,721	\$9,750	\$9,500	\$9,250	\$9,000	\$8,750
I RT	Bond Redemption Cash	\$399	\$999	\$990	066\$	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$0	\$0
ا 8-	Total Cash (12/31)	\$9,310	\$10,412	\$11,304	\$16,161	\$24,242	\$22,501	\$19,980	\$20,793	\$18,726	\$20,736	\$23,448
	IGC's - General Government	\$198	\$202	\$242	\$213	\$297	\$297	\$300	\$303	\$306	\$309	\$312
	Total Outstanding Debt (12/31)	\$9,735	\$8,735	\$7,845	\$6,910	\$5,920	\$6,816	\$5,649	\$4,409	\$3,095	\$1,697	\$1,625
!	Total Annual Debt Service	\$1,663	\$1,528	\$1,352	\$1,348	\$1,370	\$1,723	\$1,541	\$1,542	\$1,539	\$1,542	\$172
	Debt Service Coverage (Rev Bonds)	3.74	4.29	3.62	4.10	4.49	3.93	3.90	3.87	3.89	3.97	35.79
	Debt/Equity Ratio (12/31)	10/90	9/91	8/92	6/94	6/94	6/94	5/95	4/96	2/98	1/99	1/99
	Tariff Wharfage Rates (7/1):								-			
	Containers/Ton (*)	\$2.00	\$2.00	\$2.00	\$2.00	\$3.00	\$3.00	\$3.00	\$3.00	\$3.00	\$3.00	\$3.00
	Petroleum, Bulk/Barrel (*)	\$0.10	\$0.10	\$0.10	\$0.10	\$0.10833	\$0.11666	\$0.125	\$0.125	\$0.125	\$0.125	\$0.125
	Cement, Bulk/Ton (*)	\$1.00	\$1.00	\$1.00	\$1.00	\$1.0433	\$1.0866	\$1.13	\$1.13	\$1.13	\$1.13	\$1.13
	44-1											
l	Statistical/Performance Trends:											
	Tonnage (in thousands)	3,316	2,948	2,647	2,793	2,956	3,023	3,084	3,138	3,186	3,225	3,266
	Revenue/Ton	\$2.36	\$2.61	\$2.88	\$2.85	\$2.90	\$2.81	\$2.80	\$2.80	\$2.78	\$2.85	\$2.83

(*) Port of Anchorage Tariff revisions per AM 208-2001(A) approved June 5, 2001

PORT OF ANCHORAGE WORKFORCE PROJECTIONS

	<u>2001</u>	<u>2002</u>	<u>2003</u>	<u>2004</u>	2005	<u>2006</u>	<u>2007</u>
DIVISION							
Administration/Engineering	7	7	7	7	7	7	7
Operations/Maintenance	12	12	12	12	12	12	12
Port Development	_2	_2	_2	_2	_2	_2	_2
Subtotal	<u>21</u>	<u>21</u>	<u>21</u>	<u>21</u>	<u>21</u>	<u>21</u>	<u>21</u>
Part Time/Temporary	_0	_0	_0	_0	0	_0	_0
Total	<u>21</u>	<u>21</u>	<u>21</u>	<u>21</u>	<u>21</u>	<u>21</u>	<u>21</u>

PORT OF ANCHORAGE STATEMENT OF REVENUES AND EXPENSES

	2000 <u>ACTUAL</u>	2001 <u>PRO-FORMA</u>	2002 <u>BUDGET</u>
OPERATING REVENUE			
Dock Revenue Industrial Park Revenue Other Operating Revenue	5,768,919 2,159,033 37,827	6,082,000 2,446,000 40,000	6,003,000 2,461,000 40,000
TOTAL OPERATING REVENUE	7,965,779	8,568,000	8,504,000
OPERATING EXPENSE			
Labor Supplies Other Services & Charges IGC's Depreciation/Amortization Municipal Enterprise Service Assessment	1,373,630 158,235 1,333,055 213,340 2,413,671 550,818	1,400,000 151,000 1,441,000 297,000 2,394,000 570,000	1,532,000 152,000 1,446,000 297,000 2,401,000 602,000
TOTAL OPERATING EXPENSE	6,042,749	6,253,000	6,430,000
OPERATING INCOME	1,923,030	2,315,000	2,074,000
NON-OPERATING REVENUE			
Interest Income Pipeline Right-Of-Way Fee Gain/Loss-Disposal of Property Other Non-Operating Revenue	1,143,749 128,367 6,553 0	1,308,000 128,000 0 0	1,463,000 128,000 0 0
TOTAL NON-OPERATING REVENUE	1,278,669	1,436,000	1,591,000
NON-OPERATING EXPENSE			
Interest on Long-Term Debt Other Non-Operating Expense	467,235 0	436,000 0	547,000 0
TOTAL NON-OPERATING EXPENSE	467,235	436,000	547,000
NON-OPERATING INCOME	811,434	1,000,000	1,044,000
NET INCOME (REGULATORY)	2,734,464	3,315,000	3,118,000
ADJUSTMENTS FOR GAAP	(957,687)	(942,000)	(1,056,000)
NET INCOME GAAP	1,776,777	2,373,000	2,062,000

PORT OF ANCHORAGE STATEMENT OF SOURCES AND USES OF CASH

	2000 <u>ACTUAL</u>	2001 <u>PRO-FORMA</u>	2002 <u>BUDGET</u>
SOURCES OF CASH FUNDS:			
Net Income GAAP	1,776,777	2,373,000	2,062,000
Depreciation/Amortization	3,371,358	3,336,000	3,457,000
Grants	1,186,400	5,853,000	10,000,000
Bonds	0	0	2,000,000
Amortization of Debt Discount	52,600	53,000	53,000
Principal Payments, Financing Leases	297,582	315,000	399,000
Disposition of Assets Other	0	0	0
•	0	0	0
TOTAL SOURCES OF FUNDS	6,684,717	11,930,000	17,971,000
USES OF CASH FUNDS:			
Additions to Plant	792,612	2,593,000	18,480,000
Bond Principal Payments	935,000	990,000	1,232,000
Net Effect of Changes on Balance Sheet Which Affect Cash	100,023	266,000	0
TOTAL USES OF FUNDS	1,827,635	3,849,000	19,712,000
NET INCREASE/(DECREASE) IN CASH FUNDS	4,857,082	8,081,000	(1,741,000)
CASH BALANCE JANUARY 1,	11,303,682	16,161,000	24,242,000
CASH BALANCE DECEMBER 31,	16,160,764	24,242,000	22,501,000
DETAIL OF CASH BALANCE			
Equity In General Cash Pool	5,464,555	4,646,000	8,780,000
Equity In Construction Cash Pool	9,706,369	18,596,000	12,721,000
Revenue Bond Maintenance Reserve	989,840	1,000,000	1,000,000
TOTAL CASH DECEMBER 31,	16,160,764	24,242,000	22,501,000

PORT OF ANCHORAGE OPERATING BUDGET DETAIL

	2000 <u>ACTUAL</u>	2001 <u>PRO-FORMA</u>	2002 BUDGET
LABOR			
Wages Overtime Benefits Other	923,864 21,606 424,251 3,909	931,000 31,000 434,000 4,000	1,021,000 31,000 476,000 4,000
Subtotal	1,373,630	1,400,000	1,532,000
SUPPLIES			
Office & Operating Supplies Fuel Repair & Maintenance Supplies Other Subtotal	29,714 11,574 109,876 7,071 158,235	31,000 12,000 100,000 8,000 151,000	31,000 12,000 101,000 8,000 152,000
INTRAGOVERNMENTAL CHARGES			
IGC's From Others IGC's To Others	213,340 0	297,000 0	297,000 0
Subtotal	213,340	297,000	297,000
OTHER SERVICES			
Professional Services Contributions to Outside Organizations Repairs & Maintenance-Contracted Municipal Enterprise Service Assessment Contract Services Rentals/Leases Utilities Other Subtotal	339,981 28,000 97,246 550,818 401,343 69,622 220,174 176,689	352,000 43,000 125,000 570,000 396,000 50,000 240,000 235,000	358,000 43,000 125,000 602,000 396,000 50,000 240,000 234,000 2,048,000
OTHER EXPENSES			•
Depreciation/Amortization Interest on Long Term Debt Other	3,371,358 467,235 0	3,336,000 436,000 0	3,457,000 547,000 0
Subtotal	3,838,593	3,772,000	4,004,000
TOTAL EXPENSES	7,467,671	7,631,000	8,033,000

PORT OF ANCHORAGE

2002-2007 CAPITAL IMPROVEMENT BUDGETS FINANCIAL SUMMARY (000)

PROJECT CATEGORY	2002	2003	2004	2005	2006	2007	TOTAL
LAND DEVELOPMENT			20,000				20,000
TERMINAL DEVELOPMENT	22,020	30,000		30,000	40,000	40,000	162,020
HARBOR DEVELOPMENT			7,000	10,000			17,000
REPAIRS & RENOVATIONS	500	500	500	500	500	500	3,000
EQUIPMENT	85	170	85	60	80	145	625
TOTAL	22,605	30,670	27,585	40,560	40,580	40,645	202,645
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SOURCE OF FUNDING	2002	2003	2004	2005	2006	2007	TOTAL
SOURCE OF FUNDING G.O. BONDS	2002	2003	<u>2004</u>	2005	2006	2007	<u>TOTAL</u> 0
	2002 2,000	2003	2004	2005	2006	2007	
G.O. BONDS		2003 2,670	2004 5,585	2005 5,560	2006 3,580	2007 3,645	0
G.O. BONDS REVENUE BONDS	2,000						0 2,000
G.O. BONDS REVENUE BONDS EQUITY/OPERATIONS	2,000	2,670	5,585	5,560	3,580	3,645	2,000 21,645
G.O. BONDS REVENUE BONDS EQUITY/OPERATIONS STATE GRANT FEDERAL GRANT LOAN	2,000 605	2,670 3,000	5,585 7,000	5,560 10,000	3,580 3,000	3,645 3,000	2,000 21,645 26,000
G.O. BONDS REVENUE BONDS EQUITY/OPERATIONS STATE GRANT FEDERAL GRANT	2,000 605	2,670 3,000	5,585 7,000	5,560 10,000	3,580 3,000	3,645 3,000	2,000 21,645 26,000 153,000