Prosody Group, LLC
Listen. Connect. Solve.

Using Public-Private Partnerships & Regional Partnership Ports for Local & Regional Economic Development

CONFIDENTIAL

Disclaimer

Client Focus ❖ Experience ❖ Insight ❖ Results

This presentation and the information contained herein, as well as any additional documents and explanations (together the "**Presentation**"), are for information purposes only, and none of The Prosody Group, LLC, Prosody Consulting, LLC or Prosody Consulting ED, LLC (jointly referred to hereinafter as "**Prosody**") are soliciting any action based upon it. The Presentation is not intended as, and does not constitute, an offer or solicitation for the purchase or sale of any security or other financial instrument of Prosody or of any other entity. Similarly, the Presentation is not intended to constitute, and does not constitute, advice or a recommendation by, or with respect to, Prosody or any other related or affiliated entity. Any offer of securities would be made pursuant to definitive documentation prepared by Prosody that may contain material information not contained herein and to which all prospective purchasers would be referred.

Opinions expressed herein are Prosody's present opinions only. This Presentation is based upon information that Prosody considers reliable, but Prosody does not represent, guarantee, or warrant, expressly or implicitly, that the Presentation is accurate, complete, or suitable for any particular purpose, and it should not be relied upon as such. Prosody is not obliged to update or periodically review the Presentation. Prosody accepts no liability with respect to, or arising directly or indirectly out of, the Presentation.

In addition, there can be no guarantee that any projection, forecast or opinion in this Presentation will be realized. Opinions expressed herein are subject to change without notice. You are advised to make an independent review and reach your own conclusions regarding the economic risks and benefits of any investment and the legal, credit, tax, accounting and other aspects of such investment in relation to your particular circumstances. We may from time to time have long or short positions in such securities or in options, futures, or other derivative instruments based thereon. All trade names, trade marks, service marks, and logos herein are the property of their respective owners who retain all proprietary rights over their use. No part of this document may be reproduced in any manner without written permission. © 2008-2025 All rights reserved.

FIRM OVERVIEW

Firm Overview

The Prosody Group, LLC ("Prosody") is a set of companies that helps owners, investors and executives START, GROW, EVALUATE, OPTIMIZE and TRANSITION their businesses.

Services Overview

Prosody's partners have provided advisory and consulting services to some of the country's largest public & private businesses, private equity firms, family offices and high net worth investors

Economic Development & Finance

Government Financing, Incentives & Grants
Financial / M&A Advisory
Business, Transaction & Litigation Valuation
Steady-State & Transition Accounting
Restructuring / Workout / Crisis Management

Management Consulting

Strategic & Tactical Advisory
Pre-/Post-Merger Planning & Integration
Due Diligence & Transition Management
Commercial Representation & Negotiation
Interim Executive Services

Strategic Communications

Media & Public Relations
Government & Community Relations
Message Development & Implementation
Benchmarking & Polling
Executive Media Training
Digital Services

Key Team Members

Charles R. Brettell
Managing Partner
Office: (816) 977-2688
Direct: (816) 824-3980
Email: bbrettell@prosodyconsulting.com

Mr. Brettell is the Managing Partner of The Prosody Group and leads the firm's economic development and management consulting practices. Mr. Brettell's 20 years of project development, revitalization & resolution experience includes site selection & negotiation, government, debt & equity financing, due diligence, merger integration, human resources and compliance services for projects valued at over $20 billion dollars.

Along with Prosody's project development experience on behalf of clients, Prosody recently divested an equity interest in a multi-state solar development entity, MAP Energy Solutions, LLC, for which it provided commercial origination, structuring and management services. Prosody has also utilized its own personnel, experience & capital to invest in & revitalize a registered securities broker-dealer, Brooklight Place Securities, Inc.

Prior to founding The Prosody Group, Mr. Brettell was a founder of Energy Asset Advisors (EAA) & Energy Asset Solutions (EAS) and held executive posts with Tyr Energy and Aquila. As a co-founder and Managing Director of EAA & EAS, Mr. Brettell was involved in the due diligence, financing and development of renewable energy and technology projects, as well as providing a variety of support services including investment banking, commercial origination, project management functions and decision support/option analysis for a diverse base of clients. As Senior Director with Tyr, Mr. Brettell was responsible for asset acquisition & merger integration, third-party crisis management and advisory services for renewable and conventional power generation facilities & companies, including investment banking & lender clients as well as private equity firms. During his tenure at Aquila, Mr. Brettell's leadership spanned strategy, competitive intelligence, business development, legal, regulatory and human resources for multiple wholly-owned subsidiaries

Mr. Brettell has also worked as an attorney in private practice handling business & litigation matters and holds Series 7, 24, 27, 52, 53 and 66 securities & life, health and variable contracts insurance licenses.

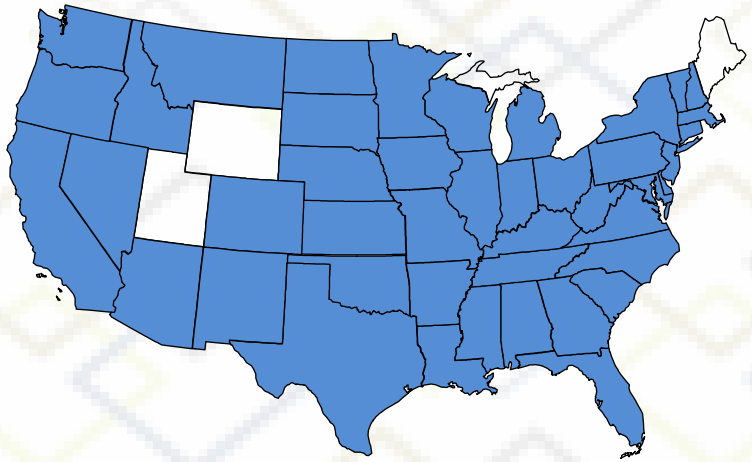
Mr. Brettell earned a Bachelor's degree in History from the University of Maryland, a joint Juris Doctor & Master of Business Administration (Finance) degree from the University of Kansas, and a Master of Laws (Tax) degree from the University of Missouri, Kansas City.

Firm Experience

Prosody has provided government financing, incentives and grants advisory services for energy, agriculture and logistics projects with an estimated enterprise value in excess of $12 billion dollars

- Prosody's economic development experience includes:
  - Federal, State & Local Infrastructure Incentive Programs (BUILD, TIGER, RAISE, INFRA, PIDP, FPEP, PDAP, EDP, etc.)
  - Property Tax Abatements / PILOT Programs
  - Sales & Use Tax Exemptions / Rebate Programs
  - Tax Credit Incentive Programs (Enterprise Zones, Renaissance Zones, High Quality Jobs, etc.)
  - Federal & State Work Opportunity Tax Credits (WOTC)
  - Federal & State New Markets Tax Credits (NMTC)
  - Municipal Infrastructure Grants & Development Programs
  - Industrial Development / Revenue Bonds (IDB / IRB)
  - Empowerment Zone & Renewal Community Employment Tax Credits (EZ & RC)
  - Tax Increment Financing (TIF)
  - Community Development Block Grants (CDBG)
  - Energy-Industry Tax Credits, Grants & Loan Guarantee Programs (Treas. 1603, 1705, 1703, IRC 45 & 48, USDA 9003, 9004, 9005 & 9007 and BCAP)

Public-Private Partnership & Economic Development
Project Locations



- Prosody also provides compliance solutions to assure continuing qualification for Clients' projects

PUBLIC-PRIVATE PARTNERSHIPS (P3) & REGIONAL PARTNERSHIP PORTS

Prosody Group, LLC
Listen. Connect. Solve.

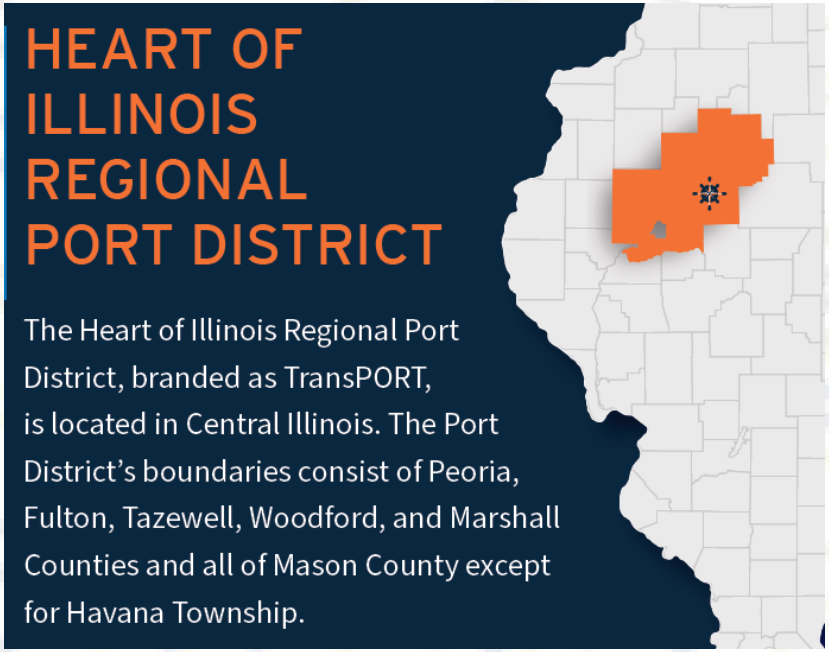
CONFIDENTIAL

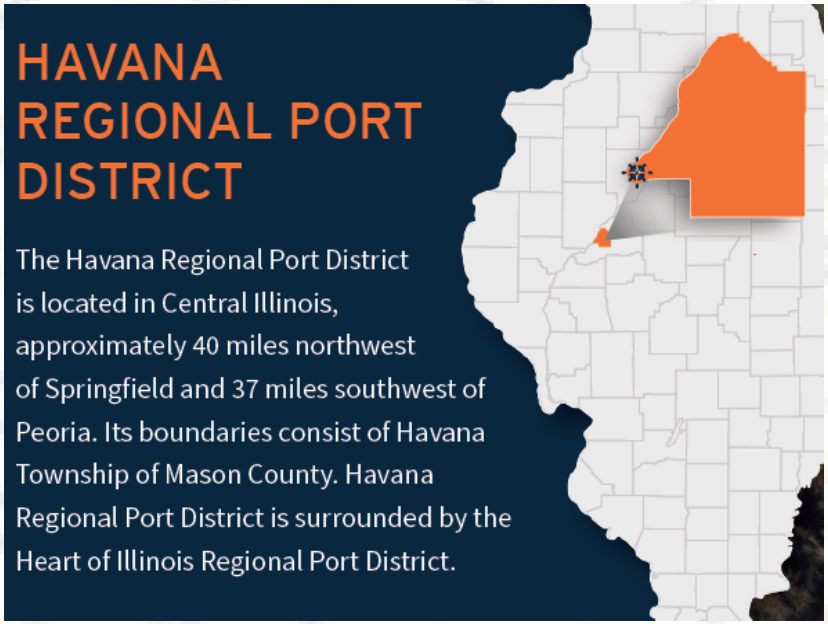
Session Goals

- My Job Today Is To:
  - Provide a real-world, local example of a Public-Private Partnership (P3) Project using a Regional Partnership Port (RPP) approach
  - Parse the differences is types of ports and why that matters for federal programs
  - Explain what Eligible Entities are tasked with for federal grants under 2 CFR part 200, et. seq.
  - Explain how RPPs can “expand the possible” for PIDP projects and partner ports & governments
  - Help the panel explain their perspectives and experiences from the most recent PIDP Round (2025)

Background – The Players

- HIRPD, located in Peoria, covers 6 counties
- HRPD is a stand-alone port district within the boundaries (but carved out) of HIRPD
- GROWMARK and CHS jointly own and operate the Imperial Valley Terminal (IVT) in Havana
- Prosody was retained by HRPD, to assist it with PIDP grant writing for the IVT Project (winning!)





https://ilwwports.com/

Types of Ports

- Generally speaking, there are 2 kinds of ports
  - Those that **own assets** and those that **don't own assets**
  - Most folks think of ports as landlord-tenant (owned assets) and most rules, regulations, etc. are targeted toward ownership ports
  - Where ports don't own assets, but want to take advantage of port-related funding and other opportunities, there's a good bit of organizing & problem-solving to be done to make it work
- HRPD is a Non-Ownership Port
  - Operates a non-commercial airport, but neither owns nor operates freight related multi-modal assets

Opportunity, Challenge & Solution

- In a P3, the trade comes down to the sponsor clothing the private party with its eligibility to obtain federal funds for development
  - Implicit in this arrangement is the chance to generate a public benefit from the assets developed with federal funds
- The opportunity provided by PIDP is unmatched by any other federal (or state) funding program
  - Up to 80% reimbursement of capex
  - Eligible costs include everything from the water in and ground up
- The unique challenge for non-ownership ports comes down to control
  - In order to compete for PIDP funds, an Eligible Entity must be able to demonstrate that it has the **"authority to plan, construct, own, operate, and maintain the grant-funded project"**
  - Ownership Ports can easily meet this test, but non-ownership ports struggled to understand how they could meet this requirement
  - MARAD's interpretation of the above language has evolved considerably thanks in no small part to the efforts of practitioners testing the limits of the possible
- In the 2022 round, Prosody successfully used a public-private partnership structure for a non-ownership port to win a PIDP award of over $10M for Monona County, Iowa & NEW Coop – **the first of its kind!**

Regional Partnership Port Development

- An Eligible Entity does more than file a grant application …
  - If awarded, they are charged bidding, accounting, construction, etc. and related reporting
  - The EE is also responsible to the feds for assuring (reporting) that the assets are being used for the entirety of their useful life at the location where the project was funded
  - Accordingly, there are 3 major workstreams for EEs:
    - Application preparation (normally handled by an experienced 3rd party)
    - Obligation activities
    - Management, Reporting and Oversight
  - P3 Agreements provide that private parties reimburse EEs their costs for all phases and generate a negotiated revenue stream for the non-ownership port
    - For non-ownership ports, this may be the only way they can generate revenues (unless they have bonding or other authorities)
- And somebody has to do the work
  - Staffing these roles – especially on a temporary basis – can be quite hard in rural areas
  - T

RPP Development (con't)

- RPPs can do many useful things
  - Provide centralized Project support
    1. Application Support
       - SAM & Grants.gov responsibility
    2. Obligation Support
       - Oversight & Management
         - Bidding
         - Construction
         - Accounting
    3. Long-Term Monitoring & Reporting Support
       - Staff/services augmentation - draw from areas with better access to professional staff
  - Provide centralized Eligible Entity support
    - Best practices & process optimization
    - Coordinate activity among and within the various port entities
    - Drive novel uses of port authorities (bonding, etc.) from broader national involvement/engagement/perspective

Questions for the Panelists

Final Thoughts

- If I've Done My Job Today I Have
  - Provided a real-world, local example of a Public-Private Partnership (P3) Project using a Regional Partnership Port (RPP) approach
  - Parsed the differences is types of ports and why that matters for federal programs
  - Explained what Eligible Entities are tasked with for federal grants under 2 CFR part 200, et. seq.
  - Explained how RPPs can "expand the possible" for PIDP projects and partner ports & governments
  - Helped the panel explain their perspectives and experiences from the most recent PIDP Round (2025)
- One Last Thing – The SHIPS Act (H.R. 3151 & S. 1541)
  - Bi-partisan, bi-cameral legislation to restore America's maritime dominance
  - Lots of great things in the bill for inland river communities
    - Increased Corps spending, grant program funding & expansion, Maritime Prosperity Zones to draw private investment
  - Prosody-suggested improvements (comments here)
    - Fund a state-level block grant program to establish maritime capital investments
    - Fund a limited-duration rural port operations program to grow port staff development on Marine Highways
  - When Congress gets back to work, **you need to lobby for passage of the SHIPS Act**

CONTACT INFORMATION

Charles R. “Bob” Brettell

Prosody Group, LLC
435 Nichols Rd., Ste. 200
Kansas City, MO 64112

Cell: (816) 824-3980
Email: bbrettell@prosodyconsulting.com