



Greenfield Environmental Multistate Trust LLC,
Trustee of the Multistate Environmental Response Trust
By Greenfield Environmental Trust Group, Inc., Member
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February 21, 2024

By Electronic Mail

James Formby
Texas Commission on Environmental Quality

Subject: Third Quarter 2023 Financial Statements

Greenfield Environmental Multistate Trust, LLC, Trustee of the Multistate Environmental Response Trust (the Multistate Trust), hereby submits the attached financial statements for the Multistate Trust - Former Tronox Site in Corpus Christi, Texas to the beneficiaries.

The attached financial statements cover the nine months ended September 30, 2023 and the year ended December 31, 2022, and are submitted pursuant to the Multistate Trust's obligations under ¶16.1 of the Environmental Response Trust Agreement.

Please do not hesitate to contact me or Cindy Brooks with any questions pertaining to the attached.

Sincerely,

Greenfield Environmental Multistate Trust, LLC
Trustee of the Multistate Environmental Response Trust
By: Greenfield Environmental Trust Group, Inc., Member



Name: Jennifer Roberts, CPA
Title: Director of Financial Affairs

Enclosure

cc: Cynthia Brooks



Accountant's Compilation Report

To the Trustees and Beneficiaries
Greenfield Environmental Multistate Trust Group LLC
Trustee for the Multistate Environmental Response Trust (Multistate Trust)

Site: Former Tronox Site in Corpus Christi, Texas

The Trustees are responsible for the accompanying special purpose financial statements of the Multistate Trust Site, which comprise the statements of net trust assets as of September 30, 2023 and December 31, 2022, and the related statements of changes in net trust assets for the nine months ended September 30, 2023 and the year ended December 31, 2022 and for determining that the special purpose basis of accounting is an acceptable financial reporting framework. We have performed the compilation engagements in accordance with *Statements on Standards for Accounting and Review Services* promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by the trustees. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

The financial statements are prepared in accordance with the special purpose basis of accounting in accordance with the requirements of the Trust's obligations under ¶6.1 of the Environmental Response Trust Agreement, which is a basis of accounting other than accounting principles generally accepted in the United States.

Management has elected to omit substantially all the disclosures ordinarily included in financial statements prepared in accordance with the prescribed format basis of accounting. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the Trust's assets, liabilities, net trust assets, additions, and deductions. Accordingly, the financial statements are not designed for those who are not informed about such matters.

Supplementary Information

The Schedules of Budget to Actual and the 12 Year Activity Summary Report supplementary information are presented for purposes of additional analysis and are not a required part of the special purpose financial statements. This information is the representation of the trustees. The information was subject to our compilation engagements; however, we have not audited or reviewed the supplementary information and, accordingly, do not express an opinion, a conclusion, nor provide any form of assurance on such supplementary information.

We are not independent with respect to Multistate Environmental Response Trust.

Wipfli LLP

January 24, 2024
Helena, MT

Multistate Environmental Response Trust
Former Tronox Site in Corpus Christi, Texas - Environmental Cost Account (ECA)
Statements of Net Trust Assets
As of September 30, 2023 and December 31, 2022

	<u>September 30, 2023</u>	<u>December 31, 2022</u>
Assets		
Cash	\$ 7,710.46	\$ 17,271.80
Money Markets	503,227.86	485,855.78
Total Assets	<u>\$ 510,938.32</u>	<u>\$ 503,127.58</u>
Liabilities		
Accounts Payable	\$ -	\$ 1,735.44
Due to Other Funds	-	5.92
Total Liabilities	<u>-</u>	<u>1,741.36</u>
Net Trust Assets, Corpus Christi ECA	510,938.32	501,386.22
Total Liabilities & Net Trust Assets	<u>\$ 510,938.32</u>	<u>\$ 503,127.58</u>

Statements of Changes in Net Trust Assets
For the Nine Months Ended September 30, 2023 and the Year Ended December 31, 2022

	<u>Nine Months Ended September 30, 2023</u>	<u>Year Ended December 31, 2022</u>
Deductions from Net Trust Assets:		
C - New Environmental Actions	\$ 1,200.23	\$ 4,416.54
D - Technical Team/Management	4,238.75	1,496.92
E - Project Fees & Expenses	1,102.50	-
G - Legal & Accounting Costs	1,278.50	1,006.00
Total Deductions from Net Trust Assets	<u>7,819.98</u>	<u>6,919.46</u>
Additions to Net Trust Assets:		
Investment income, net of expenses	17,372.08	6,956.59
Unrealized gain (loss) on investments	-	-
Total Additions to Net Trust Assets	<u>17,372.08</u>	<u>6,956.59</u>
Change in Net Trust Assets	9,552.10	37.13
Net Trust Assets, Corpus Christi ECA Beginning	501,386.22	501,349.09
Net Trust Assets, Corpus Christi ECA Ending	<u>\$ 510,938.32</u>	<u>\$ 501,386.22</u>
Original Amount Funded, 2011		\$ 215,477.00

Information Only:

The remaining portion of the former Kerr McGee/Tronox Terminal No. 1 Owned Funded Site (OFS) and all Owned Other Site parcels (collectively, the OOS), located in Corpus Christi, Texas were sold on June 9, 2023. Gross sale proceeds of \$2,357,521.32 (after deducting prorated real estate taxes) are maintained in a segregated investment account, pending instructions from the United States Department of Justice, the US Environmental Protection Agency (EPA), and the Texas Commission on Environmental Quality (TCEQ) as to how such funds should be distributed. Gross sale proceeds were allocated to the OFS and OOS based on tax assessed value. \$2,286,795.68 of sale proceeds were allocated to the OFS and \$70,725.64 of sale proceeds were allocated to the OOS. Gross sale proceeds will be reduced by property disposition costs reimbursed to the Administrative Account, which will be reflected in the 4th quarter financial statements.

Multistate Environmental Response Trust
Former Tronox Site in Corpus Christi, Texas - Environmental Cost Account (ECA)
Schedule of Budget to Actual

	<u>Third Quarter Ended September 30, 2023</u>	<u>Nine Months Ended September 30, 2023</u>	<u>Annual Budget</u>	<u>Variance</u>	<u>% of Budget</u>
Deductions from Net Trust Assets:					
C - New Environmental Actions	-	1,200.23	9,000.00	(7,799.77)	13.3%
D - Technical Team/Management	-	4,238.75	7,000.00	(2,761.25)	60.6%
E - Project Fees & Expenses	-	1,102.50	1,400.00	(297.50)	78.8%
G - Legal & Accounting Costs	-	1,278.50	2,800.00	(1,521.50)	45.7%
Total Deductions from Net Trust Assets	-	7,819.98	20,200.00	(12,380.02)	38.7%
Additions to Net Trust Assets:					
Investment income, net of expenses	6,420.21	17,372.08	-	17,372.08	
Unrealized gain (loss) on investments	-	-	-	-	
Total Additions to Net Trust Assets	6,420.21	17,372.08	-	17,372.08	
Change in Net Trust Assets	<u>\$ 6,420.21</u>	<u>\$ 9,552.10</u>	<u>\$ (20,200.00)</u>	<u>\$ 29,752.10</u>	

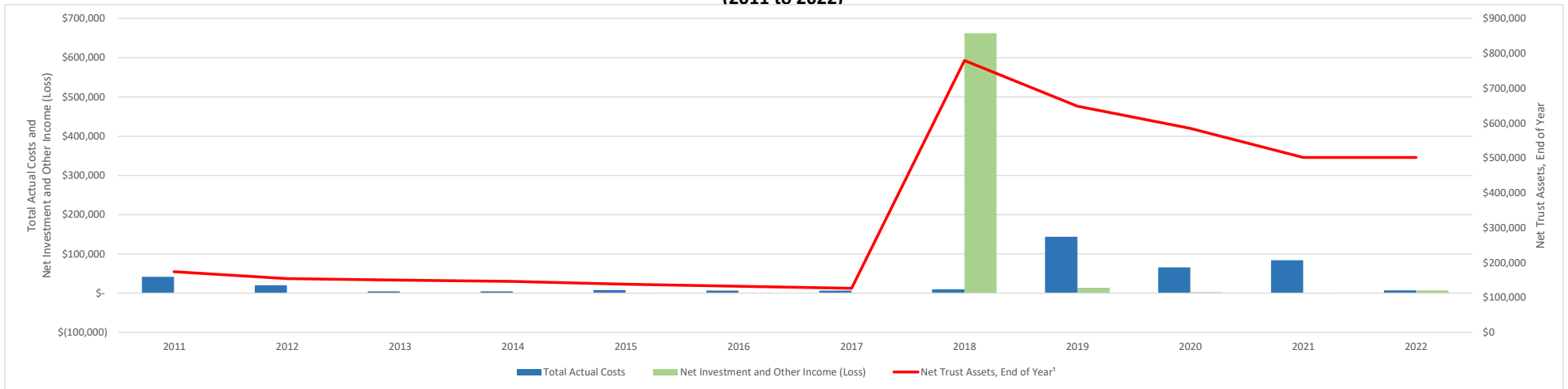
Multistate Environmental Response Trust
Former Tronox Site in Corpus Christi, Texas - Environmental Cost Account (ECA)
Schedule of Budget to Actual

	<u>Year Ended December 31, 2022</u>	<u>Annual Budget</u>	<u>Variance</u>	<u>% of Budget</u>
Deductions from Net Trust Assets:				
C - New Environmental Actions	\$ 4,416.54	\$ 9,000.00	\$ (4,583.46)	49.1%
D - Technical Team/Management	1,496.92	5,000.00	(3,503.08)	29.9%
E - Project Fees & Expenses	-	1,260.00	(1,260.00)	0.0%
G - Legal & Accounting Costs	1,006.00	2,000.00	(994.00)	50.3%
Total Deductions from Net Trust Assets	<u>6,919.46</u>	<u>17,260.00</u>	<u>(10,340.54)</u>	<u>40.1%</u>
Additions to Net Trust Assets:				
Investment income, net of expenses	6,956.59	-	6,956.59	
Unrealized gain (loss) on investments	-	-	-	
Total Additions to Net Trust Assets	<u>6,956.59</u>	<u>-</u>	<u>6,956.59</u>	
Change in Net Trust Assets	<u>\$ 37.13</u>	<u>\$ (17,260.00)</u>	<u>\$ 17,297.13</u>	

Former Tronox Site in Corpus Christi, Texas - Environmental Cost Account (ECA)

12 Year Activity Summary

(2011 to 2022)



Summary of Activity																					
	2013		2014		2015		2016		2017		2018		2019		2020		2021		2022		Total 2011 - 2022
Initial and Anadarko Funding (Distributions)	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$215,477
Net Investment and Other Income (Loss)	\$38	\$4	(\$26)	\$184	\$862	\$662,024	\$13,271	\$2,194	\$65,685	\$83,440	\$6,919	\$501,349	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$685,879
Total Actual Costs	\$4,237	\$4,346	\$7,600	\$6,334	\$6,264	\$9,492	\$143,935	\$65,685	\$83,440	\$6,919	\$501,349	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$399,970
Net Trust Assets, End of Year ¹	\$149,993	\$145,652	\$138,026	\$131,876	\$126,475	\$779,007	\$648,344	\$584,853	\$501,349	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386	\$501,386
Total Approved Budget ²	\$10,000	\$10,000	\$12,000	\$12,000	\$12,000	\$12,000	\$12,000	\$12,000	\$12,000	\$12,000	\$12,000	\$188,000	\$149,000	\$157,000	\$17,260	\$683,528					\$683,528

Line Item Cost Centers	Cost Center Detail																					
	2013		2014		2015		2016		2017		2018		2019		2020		2021		2022		TOTAL 2011 - 2022	
	Actual Costs	Approved Budget	Actual Costs	Approved Budget	Actual Costs	Approved Budget	Actual Costs	Approved Budget	Actual Costs	Approved Budget	Actual Costs	Approved Budget	Actual Costs	Approved Budget	Actual Costs	Approved Budget	Actual Costs	Approved Budget	Actual Costs	Approved Budget	Actual Costs	Approved Budget
A - Regulatory Compliance/O&M	\$2,297	\$6,000	\$2,650	\$6,000	\$4,820	\$6,000	\$3,727	\$6,000	\$3,949	\$6,000	\$3,967	\$6,000	\$6,262	\$18,000	\$9,227	\$18,000	\$919	\$17,000	\$0	\$0	\$78,150	\$157,868
C - New Environmental Actions	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$98,392	\$120,000	\$22,430	\$69,000	\$58,128	\$76,000	\$4,417	\$9,000	\$186,184	\$277,000
D - Technical Team/Project Management	\$0	\$0	\$1,650	\$2,000	\$2,780	\$4,000	\$2,064	\$4,000	\$1,440	\$4,000	\$3,885	\$4,000	\$31,761	\$37,000	\$23,580	\$41,000	\$14,462	\$41,000	\$1,497	\$5,000	\$93,038	\$152,900
E - Trustee Fees	\$1,940	\$4,000	\$46	\$2,000	\$0	\$2,000	\$0	\$0	\$0	\$0	\$0	\$0	\$551	\$4,000	\$0	\$4,000	\$413	\$4,000	\$0	\$1,260	\$11,600	\$32,760
F - Regulator Oversight Costs	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$100	\$10,000
G - Legal and Accounting Fees	\$0	\$0	\$0	\$0	\$0	\$0	\$543	\$2,000	\$875	\$2,000	\$1,640	\$2,000	\$6,969	\$9,000	\$10,448	\$17,000	\$9,517	\$19,000	\$1,006	\$2,000	\$30,897	\$53,000
Total	\$4,237	\$10,000	\$4,346	\$10,000	\$7,600	\$12,000	\$6,334	\$12,000	\$6,264	\$12,000	\$9,492	\$12,000	\$143,935	\$188,000	\$65,685	\$149,000	\$83,440	\$157,000	\$6,919	\$17,260	\$399,970	\$683,528

Summary of Activity		
	2011	2012
Initial and Anadarko Funding (Distributions)	\$215,477	\$0
Net Investment and Other Income (Loss)	\$225	\$209
Total Actual Costs	\$41,416	\$20,302
Net Trust Assets, End of Year ¹	\$174,286	\$154,193
Total Approved Budget ²	\$83,068	\$21,200

Line Item Cost Centers	Cost Center Detail			
	2011		2012	
	Actual Costs	Approved Budget	Actual Costs	Approved Budget
A - Regulatory Compliance/O&M	\$34,725	\$62,768	\$5,607	\$6,100
C - New Environmental Actions	\$0	\$0	\$2,817	\$3,000
D - Technical Team/Project Management	\$4,929	\$5,800	\$4,990	\$5,100
E - Trustee Fees	\$1,763	\$4,500	\$6,888	\$7,000
F - Regulator Oversight Costs	\$100	\$10,000	\$0	\$0
G - Legal and Accounting Fees	(\$100)	\$0	\$0	\$0
Total	\$41,416	\$83,068	\$20,302	\$21,200

¹Net Trust Assets, End of Year for 2011 = Initial and Anadarko Funding (Distributions) + Net Investment and Other Income (Loss) - Total Actual Costs. Net Trust Assets, End of Year for 2012 through 2022 = prior year Net Trust Assets, End of Year + Initial and Anadarko Funding (Distributions) + Net Investment and Other Income (Loss) - Total Actual Costs.

²Total Approved Budget is presented for informational purposes only.