
EXHIBIT J2

DELCORA 2018 ANNUAL FINANCIAL REPORT

**DELAWARE COUNTY REGIONAL
WATER QUALITY CONTROL AUTHORITY**

AUDITED FINANCIAL STATEMENTS

DECEMBER 31, 2018

**DELAWARE COUNTY REGIONAL WATER
 QUALITY CONTROL AUTHORITY**

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DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
Management's Discussion and Analysis (Unaudited)
December 31, 2018

DELCORA Mission Statement

“Provide Environmentally Responsible and Cost Effective Waste Water Management Services to the Citizens, Businesses and Industries of Southeastern Pennsylvania”

Executive Summary

DELCORA's performance for the year ended December 31, 2018 includes the following key highlights:

- DELCORA sent an average of 26.41 million gallons per day (MGD) in 2018 to the Philadelphia Water Department's (PWD) Treatment Plant vs. 19.85 MGD in 2017. Flow in 2018 at DELCORA's Western Regional Treatment Plant (WRTP) was 39.18 MGD vs. 31.83 MGD in 2017. Both East and West flows were up significantly in 2018 from 2017 due to a significant increase in precipitation in 2018. Rainfall increased from 40.59 inches in 2017 to 61.52 in 2018.
- In 2018, revenue from the trucked waste receiving business reached \$5,721,999, an increase of \$1,221,999 (27.1%) over the 2018 budget and an increase of \$120,033 (2.1%) over the prior year. Revenue has consistently increased annually from a level of approximately \$300,000 in 2004 to the present level.
- DELCORA entered into a Consent Decree (CD) with the United States Government in August 2015. Compliance with this CD requires the implementation of "Early Action Combined Sewer Overflow (CSO) Control Measures". These measures achieve a reduction in CSO volume. Several projects are being implemented to comply with the CD requirement. This includes a replacement of EPS-1 at the WRTP with Pump Station – 6 (PS-6). Construction costs are approximating \$14,000,000 with completion in 2018. DELCORA submitted its draft of the Long-Term Control Plan Update in February 2019 to the US Environmental Protection Agency and the Pa. Department of Environmental Protection for approval. Its submission and all prior intermediate submissions were in compliance with the Consent Decree.
- In the spring of 2018, DELCORA initiated the project called 2018 WRTP Upgrades. This is an expansive overhaul of many of the mechanical and electrical systems at WRTP. Most of the systems included in this project have been in-service since the construction of the WRTP in the mid-1970's. An example is the substations that supply electrical power to the treatment and pumping facilities. A life of 40 years is exceptional service-life for these components. Their decreased reliability indicates that replacement is needed to maintain uninterrupted permit compliance. Another example is the clarifier equipment. It was fabricated from steel. Some minor components were replaced approximately 20 years ago but the main/largest components date back to the original plant construction from 40 years ago. Over the years, minor repairs and recoating has extended the life, but they have now reached a point where repairs are not effective. The 2018 WRTP Upgrades Project includes replacement of these examples and many other components.
- DELCORA upgraded the existing sludge storage tank, sludge pumps, sludge piping/valves and added fine screens through the Solids Handling Upgrade Construction Project. The maintenance of the WRTP was heavily impacted by debris that bypasses the coarse screens at the pump stations. This debris causes equipment wear and frequent clogs in pipes, valves, and equipment. Over the past decade, the wastewater industry has come to recognize that fine screening improves plant operations and maintenance so significantly that fine screens essentially pay for themselves. Fine screens were added within existing tanks. They went online in fall of 2018 and have been removing large quantities of debris. Clogs in downstream pumps/pipes have been dramatically reduced.

DELAWARE COUNTY REGIONAL WATER
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- In 2018, DELCORA completed the replacement of the Bar Screens (4 pump stations) Project - Bar screens at the pump stations perform coarse debris removal. The bar screens at four major pump stations have seen dramatic increases in the required maintenance requirements. This project replaced the bar screens at following pump stations: Central Delaware County Pump Station; Muckinipates Pump Station; Darby Creek Pump Station; and Chester Pump Station.
- In response to escalated costs for the treatment of the Eastern Service Area (ESA) flow at Philadelphia's Southwest Water Pollution Control Plant, DELCORA is evaluating the various alternatives for the treatment and conveyance of the ESA. In addition, DELCORA has also initiated negotiations with the Philadelphia Water Department regarding terms of the current contract.
- WRTP Energy Upgrades included conversion of building heat from electric to natural gas, replacement of lighting and replacing mechanical equipment.

Major Capital projects completed in 2018 included:

• Pump Station 6 (EPS 1 Replacement)	\$ 14,000,000
• Incinerator Secondary Combustion Chamber	\$ 11,390,000
• Utility Water System Upgrade	\$ 5,500,000
• Rose Valley Pump Station and Force Main	\$ 5,000,000
• Aeration Panel Replacement and Blowers	\$ 4,180,000
• Ridley Creek Interceptor Pipe Grouting	\$ 1,310,000
• Clarifier T-18 Design and Construction	\$ 1,091,500

Major Projects in Progress in 2018

• 2018 WRTP Upgrades	\$ 22,220,000
• Solids Handling Upgrade Construction	\$ 11,000,000
• HVAC Energy Upgrades	\$ 4,985,000
• Bar Screen Replacement at CDCA Pump Station	\$ 3,070,000
• Rehab 7 Siphons	\$ 2,675,000
• I-95 Combined Sewer Line Repair Work	\$ 1,198,000

DELAWARE COUNTY REGIONAL WATER
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Summary of Organization and Business

The Delaware County Regional Water Quality Control Authority (DELCORA) is a body, politic and corporate, created October 20, 1971, by a resolution of the Council of the County of Delaware, Pennsylvania, the County, under an Act of General Assembly of the State, approved May 2, 1945, P.L. 382, as amended and supplemented, known as the Municipality Authorities Act of 1945, as amended (the "Act").

The governing body of DELCORA is a Board of Directors consisting of nine members appointed by the Delaware County Council. The Board is authorized to exercise any and all powers conferred by the aforementioned Act necessary for the acquisition, construction, improvement, extension, maintenance and operation of the system facilities. A Board Member's term is for 5 years. The terms of the Board members are staggered.

DELCORA does not have taxing power. Ongoing operations are funded from customer revenues. The acquisition and construction of capital assets are funded by capital borrowing, contributions from developers, Federal and State grants and loans, and customer revenues.

The system is divided into two regions: the Eastern Service Area and the Western Service Area. Each is served by a regional wastewater treatment plant. DELCORA is responsible for building and operating interceptors, force mains and pump stations in both regions, building the regional treatment plant in the Western Service Area and acquiring capacity at the Philadelphia Water Department's Southwest Water Pollution Control Plant (SW WPCP) for wastewater treatment for the Eastern Service Area. DELCORA currently owns and operates sewer collection systems serving eight municipalities: the City of Chester, parts of the Township of Chester, and the Boroughs of Parkside, Upland, Trainer, Marcus Hook, Rose Valley and Edgmont. In addition, DELCORA owns and operates two treatment plants in housing developments in Pocopson Township, Chester County.

DELCORA History & Background

- Late 1960's—Delaware County recognized the need for a regional wastewater management plan
- All 49 Municipalities designated the Delaware County Planning Commission to develop the plan
 - First phase (1971)—Identified problems, future needs, alternate solutions
 - Second Phase (1972)—Regional plan divided the county into Eastern and Western services areas
 - Eastern Flows (about 50MGD) conveyed to PWD's Southwest Water Pollution Control Plant
 - Western Flows consisting of mixed Municipal/Industrial Waste (Sun Oil, Scott Paper, FMC) conveyed to a new 44MGD, \$50MM plant in Chester
 - Federal construction grants (~\$100MM) utilized in Delaware County and the City of Philadelphia
- DELCORA was created by the County to implement the plan

DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
Management's Discussion and Analysis (Unaudited)
December 31, 2018

Overview of Annual Financial Report

Management's Discussion and Analysis (MD&A) serves as an introduction to the basic financial statements and supplementary information. The MD&A represents management's analysis of DELCORA's financial condition and performance. Summary financial statement data, key financial and operational indicators from DELCORA's strategic plan, the current year budget, bond resolutions, and other management tools were used for this analysis.

The financial statements report information about DELCORA using full accrual accounting methods as utilized by similar business activities in the private sector.

The financial statements include a statement of net assets; a statement of revenues, expenses, and changes in net assets; a statement of cash flows; and notes to the financial statements. The statement of net assets presents the financial position of DELCORA on a full accrual historical cost basis. While the statement of net assets provides information about the nature and amount of resources and obligations at year-end, the statement of revenues, expenses, and changes in net assets presents the results of the business activities over the course of the fiscal year and the amounts by which the net assets changed during the year. All changes in net assets are reported concurrently with the occurrence of the underlying event giving rise to the change, regardless of the timing of the related cash flows. This statement also provides certain information about DELCORA's recovery of its costs.

The statement of cash flows reports changes in cash and cash equivalents resulting from operations, financing, and investing activities. This statement presents cash receipts and cash disbursement information, without consideration of the earnings event, the timing of any arising obligations, or depreciation of capital assets.

The notes to the financial statements provide required disclosures and other information that is essential to a full understanding of the financial data provided in the statements. The notes also present information about DELCORA's accounting policies, significant account balances and activities, material risks, obligations, commitments, contingencies and subsequent events, if any. Supplementary information comparing the budget to actual expenses, as well as statements of operating expenses, is also provided.

The financial statements were prepared by DELCORA's staff from the detailed books and records of DELCORA. The financial statements were audited and adjusted, if the adjustments were material, during the independent external audit process.

In 2018, DELCORA used the rate model developed by Municipal & Financial Services Group. Rate setting policies employ different methods of cost recovery not fully provided for by generally accepted accounting principles. The primary objective of a rate model is to improve upon the equitable allocation of costs among customer classes and to ensure that capital costs are allocated on the basis of long-term capacity needs, following the axiom that growth pays for growth.

DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
Management's Discussion and Analysis (Unaudited)
December 31, 2018

Financial Analysis

The following comparative general information and condensed financial statements serve as the key financial data and indicators for management, monitoring and planning. Comments regarding budget-to-actual variances and actual year-to-year variances are included in each section by the name of the statement or account.

	2017	2018	Difference	%
<i>Revenues per thousand gallons billed:</i>				
Residential	\$3.07	\$2.63	(.44)	(14.3)
Commercial	\$2.88	\$2.64	(.24)	(8.3)
<i>Ratio of Operating Revenue to:</i>				
-Operating Expenses	1.27	1.32	.05	3.9
-Operating Expenses, net of depreciation	1.50	1.54	.04	2.6
-Total assets (asset turnover)	0.16	0.16	.00	0.0
<i>Ratio of Operating Income to:</i>				
-Operating Revenue	0.21	0.24	.03	14.2
<i>Debt-related ratios:</i>				
Total debt to total assets	0.47	.45	(.02)	(4.2)

Financial Results of System-wide Operations

- Total Liabilities	\$ 195,169,775
Long Term	\$ 178,388,713
Other	\$ 16,781,062
- Total Net Assets	\$ 185,035,336
Invested in capital assets	
(net of related debt)	\$ 94,186,478
Restricted for Debt Service	\$ 11,114,826
Unrestricted	\$ 79,734,032
- Revenues (By source)	
Commercial Industries	\$ 14,690,861
Residential	47,467,123
Total Operating Revenue	<u>\$ 62,157,984</u>

DELAWARE COUNTY REGIONAL WATER
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Management's Discussion and Analysis (Unaudited)
December 31, 2018

2018 Actual Compared to 2018 Budget Results:

	<u>Actual</u>	<u>Budget</u>	<u>Difference</u>	
Total Revenues	\$ 64,714,418	\$ 62,533,993	\$ 2,180,425	Favorable
Operating Expenses (Net of Depreciation and Debt Service)	\$ 40,375,506	\$ 42,285,708	\$ 1,910,202	Favorable

Total revenue is \$64,714,418, 3.4% higher than the budget of \$62,533,993, due to a favorable variance in sludge revenue of \$1,221,000 and a favorable variance of \$1,655,000 in interest income. These two favorable variances were partially offset by small variances in other categories to get to the overall favorable variance of \$2,180,425.

Significant variances to budget in operating expenses are as follows:

PWD Treatment Costs – actual treatment costs were less than budget by \$1,250,000 despite the higher flow due to lower BOD and TSS readings. In addition, DELCORA's share of the PWD Long Term Control Plan for 2018 was lower than anticipated.

Utilities – Actual of \$2,529,871 was favorable to budget by \$567,000 or 19% due to the improvement in efficiency at the plant as a result of the new aeration and blower system installed.

Salaries and Wages and Overtime – Actual of \$12,396,648 was 2.5% over budget of \$12,086,000 due to an unfavorable variance on overtime. This was due primarily to needing 2 incinerator operators for much of the year as the higher trucked waste business resulted in a higher volume of sludge going to the incinerators, causing both incinerators to be in operation for much of the year as opposed to the usual one.

Chemicals – Total Chemicals was over budget by approximately \$215,000 or 26%, due to higher polymer usage than budget due to a higher amount of sludge being processed.

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY**
Management's Discussion and Analysis (Unaudited)
December 31, 2018

2018 Actual Compared to 2017 Actual Results:

Operating Revenues and Expenses: DELCORA has various classes of wastewater customers depending on assets used in conveying flow to both the Philadelphia and Chester plants. Retail residential sewer rates increased from \$4.63 to \$4.93 per 1,000 gallons (a 6.4% increase) from calendar year 2017 to 2018. Retail Residential customers are Chester City, Chester Township, and the Boroughs of Parkside, Upland, Marcus Hook, Trainer, Rose Valley and Edgmont Township. Total operating revenues increased \$3,876,000 from 2017. This was primarily the result of increased Residential billing of \$350,000, and an increase in Western Municipal Authorities of \$1,306,000 and an increase in Eastern Authorities of \$1,771,000. The increases were a result of the significant rainfall in 2018, resulting in higher flow to be billed.

The following table shows the composition of wastewater operating expenses by major classification of expense for the last two fiscal years.

	2017	% of Total	2018	% of Total	Variance	% Change
PWD Plant Treatment	\$ 8,367,590	18.3%	\$ 9,625,120	20.5%	\$ 1,257,530	15.0%
Salary & Wages	11,752,017	25.7%	12,396,648	26.4%	\$ 644,631	5.5%
Depreciation & Amortization	7,049,095	15.4%	6,588,896	14.0%	\$ (460,199)	-6.5%
Utilities	3,028,848	6.6%	2,529,871	5.4%	\$ (498,977)	-16.5%
Pension	1,671,290	3.6%	1,944,894	4.1%	\$ 273,604	16.4%
Employee Benefits	4,655,986	10.2%	4,648,744	9.9%	\$ (7,242)	-0.2%
Solids Disposal	1,457,857	3.2%	1,329,837	2.8%	\$ (128,020)	-8.8%
Repairs & Maintenance	2,951,073	6.4%	2,778,617	5.9%	\$ (172,456)	-5.8%
Engineering & Tech Services	247,709	0.5%	198,361	0.4%	\$ (49,348)	-19.9%
Legal Fees	254,020	0.6%	172,119	0.4%	\$ (81,901)	-32.2%
Minor Equipment and Supplies	2,477,234	5.4%	2,915,007	6.2%	\$ 437,773	17.7%
Other Operating Expenses	1,894,312	4.1%	1,836,288	3.9%	\$ (58,024)	-3.1%
Total Operating Expenses	\$ 45,807,031	100.0%	\$ 46,964,402	100.0%	\$ 1,157,371	2.5%

PWD Treatment Costs – 2018 treatment costs were higher than 2017 by 15.0% (\$1,257,530). This was due to significantly higher flow sent to PWD in 2018.

Salaries and Wages – Increased by 5.5% due to normal salary and wage increases of approximately 3.25% along with several positions added in 2018.

Utilities – Decreased by almost \$500,000 or 16.5% due to improved efficiency at the plant as a result of new aeration panels and blowers.

Depreciation – Decreased by \$498,000 or 5.5% from 2017 to 2018 due to a significant portion of the original plant structure becoming fully depreciated in 2017.

DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
Management's Discussion and Analysis (Unaudited)
December 31, 2018

Cash Flow Activity

The following table shows DELCORA's ability to generate net operating cash. Net cash provided by operating activities is shown both in total dollars and as a percentage of operating revenues.

Net cash flow from operations increased by \$297,891 to \$15,913,078 in 2018 from 2017.

	<u>2017</u>	<u>2018</u>	<u>Difference</u>	<u>% Change</u>
Total operating revenues	\$58,281,844	\$62,157,984	\$3,876,140	6.6%
Net cash provided by operations	\$15,615,187	\$ 15,913,078	\$ 297,891	1.9%
Net operating cash as a % of operating revenue	26.7%	25.6%		

Rate Covenant

In the Bond Resolution, DELCORA covenants and agrees that it will, at all times, prescribe and maintain, and thereafter collect rates and charges for the services and facilities furnished by DELCORA, together with other income, that will yield annual income from operations before depreciation in the calendar year equal to at least one hundred ten percent (110%) of the sum of the annual debt service payments. The rate covenant in the Bond Resolution obligates DELCORA to review rates not less than once a year and to revise such rates and charges as necessary to meet the coverage test.

2018 Operations

WRTP—Water Quality Performance

- Average Suspended Solids - 13 mg/L for the year
- Average cBOD5 - 8 mg/L for the year
- Average cBOD20 % Removal – 95.4% for the year

WRTP—Solids Handling Performance

- Average Dry Tons/Day - 68.4 tons for the year
- Average Cake Solids - 23.3 % for the year
- Average Fuel Oil Usage – 4.4 MCF/Dry Ton for the year

Waste Water Conveyed and Treated

- Western Delaware County To WRTP, including 10.5 MGD from CDCA — ~ 39.81 MGD
- Eastern Delaware County To Philadelphia Southwest Treatment Plant— ~25.74 MGD

TO CONTACT MANAGEMENT AND REQUESTS FOR INFORMATION

This financial report is designed to provide our clients, taxpayers, customers, investors and creditors with a general overview of the Organization's finances and to demonstrate DELCORA's accountability of its funds. If you have questions regarding this report or would like additional information, contact the Controller at 100 East 5th Street, Chester, Pennsylvania 19013.



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INDEPENDENT AUDITOR'S REPORT

Board of Directors
Delaware County Regional Water Quality Control Authority
Chester, Pennsylvania

Report on the Financial Statements

We have audited the accompanying financial statements of the Delaware County Regional Water Quality Control Authority ("DELCORA"), as of and for the years ended December 31, 2018 and 2017, and the related notes to the financial statements, which collectively comprise DELCORA's financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with 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 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 financial statements based on our audits. We conducted our audits 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 financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 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 financial statements.

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



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Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Delaware County Regional Water Quality Control Authority as of December 31, 2018 and 2017 and the changes in financial position, and cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and net pension liability historical information on pages 1-8 and 33 and 35 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic 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 basic financial statements, and other knowledge we obtained during our audit of the basic 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

Our audits were conducted for the purpose of forming an opinion on the Delaware County Regional Water Quality Control Authority's basic financial statements. The schedules of operating revenues-budget comparison, operating expenses, debt service and cash receipts and disbursements-trust funds established under an indenture dated July 15, 2001 and total investments are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The schedules of operating revenues-budget comparison, operating expenses, debt service and cash receipts and disbursements-trust funds established under an indenture dated July 15, 2001 are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audits of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedules of operating expenses, selected operating revenues-budget comparison, debt service and cash receipts and disbursements-trust funds established under an indenture dated July 15, 2001 is fairly stated in all material respects in relation to the basic financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated March 28, 2019, on our consideration of the Delaware County Regional Water Quality Control Authority'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 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 internal control over financial reporting or on compliance. That report is an integral part of an



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audit performed in accordance with *Government Auditing Standards* in considering the Delaware County Regional Water Quality Control Authority's internal control over financial reporting and compliance.

Leitzell & Economidis PC

Leitzell & Economidis, PC
Media, Pennsylvania

March 28, 2019

**DELAWARE COUNTY REGIONAL WATER QUALITY
CONTROL AUTHORITY
STATEMENTS OF NET POSITION
DECEMBER 31,**

	2018	2017
ASSETS		
Current:		
Cash and cash equivalents	\$ 58,889,000	\$ 54,584,781
Investments	53,914,488	85,020,856
Receivables:		
Western Region		
Residential, net of allowance for doubtful accounts of \$113,776 and \$113,620 in 2018 and 2017, respectively	810,662	786,313
Municipal	1,884,022	1,284,714
Major industries	511,785	717,045
Permit industries	95,505	144,470
Notes receivable, current portion	75,255	90,800
Other receivables	1,966,955	1,395,599
Prepaid expenses	530,461	82,009
Total current assets	<u>118,678,133</u>	<u>144,106,587</u>
Non Current:		
Capital assets, net of accumulated depreciation	240,841,951	209,481,334
Notes receivable, net of current portion	1,751,785	1,827,040
Restricted cash	1,741,419	360,245
Restricted investments	9,438,760	10,662,999
Total non current assets	<u>253,773,915</u>	<u>222,331,618</u>
DEFERRED OUTFLOWS OF RESOURCES		
Deferred expense on refunding	4,065,290	4,337,664
Pension plan related deferred outflows	<u>4,172,616</u>	<u>4,160,273</u>
Total assets and deferred outflows of resources	<u><u>\$ 380,689,954</u></u>	<u><u>\$ 374,936,142</u></u>
LIABILITIES		
Current liabilities:		
Accounts payable and accrued expenses	\$ 5,910,736	\$ 5,883,536
Payable to the City of Philadelphia	1,784,671	1,426,532
Current portion of long-term debt	6,142,895	5,917,778
Accrued bond interest payable	1,154,760	1,116,660
Advances on services		
Central Delaware County Authority	-	101,451
Muckinipates Authority	343,216	256,490
Darby Creek Joint Authority	559,963	1,034,508
Municipal	293,326	457,069
Major industries	482,172	181,295
Permit industries	109,323	186,169
Total current liabilities	<u>16,781,062</u>	<u>16,561,488</u>
Noncurrent		
Long term debt, net of current portion	164,715,148	170,877,168
Deferred revenue - Philadelphia rate stabilization	8,825,277	8,679,457
Net pension liability	3,407,987	3,578,631
Deferred revenue - long term control plan	1,440,301	1,431,071
Total non current liabilities	<u>178,388,713</u>	<u>184,566,327</u>
Total liabilities	<u>195,169,775</u>	<u>201,127,815</u>
DEFERRED INFLOWS OF RESOURCES		
Pension plan related deferred inflows	484,843	957,082
Total liabilities and deferred inflows of resources	<u>195,654,618</u>	<u>202,084,897</u>
NET POSITION		
Invested in capital assets, net of related debt	94,186,478	88,758,917
Restricted for debt service	11,114,826	10,892,505
Unrestricted	79,734,032	73,199,823
Total net position	<u>185,035,336</u>	<u>172,851,245</u>
TOTAL LIABILITIES AND NET POSITION	<u><u>\$ 380,689,954</u></u>	<u><u>\$ 374,936,142</u></u>

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

**DELAWARE COUNTY REGIONAL WATER QUALITY
CONTROL AUTHORITY
STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION
FOR THE YEARS ENDED DECEMBER 31,**

	<u>2018</u>	<u>2017</u>
Operating revenues		
Western Region:		
Major Industries	\$ 6,817,336	\$ 6,463,246
Residential	8,044,641	7,636,856
Municipal	9,033,912	7,727,009
Contract operation fees	652,965	539,268
Permit Industries	1,498,561	1,695,963
Total Western Region	<u>26,047,415</u>	<u>24,062,342</u>
Eastern Region:		
Darby Creek Joint Authority	17,299,667	16,174,750
Central Delaware County Authority	9,152,096	8,678,216
Muckinipates Authority	3,936,807	3,764,569
Total Eastern Region	<u>30,388,570</u>	<u>28,617,535</u>
Sludge disposal and processing	<u>5,721,999</u>	<u>5,601,967</u>
Total operating revenues	<u>62,157,984</u>	<u>58,281,844</u>
Operating expenses, including depreciation of \$6,588,896 in 2018 and \$7,049,096 in 2017	<u>46,964,402</u>	<u>45,807,031</u>
Operating income	<u>15,193,582</u>	<u>12,474,813</u>
Nonoperating revenues (expense)		
Interest income	2,405,360	1,605,035
Interest expense	(6,888,255)	(7,326,608)
Bond premium amortization	1,341,976	894,583
Deferred cost on refunding amortization	(271,774)	(11,324)
Debt issuance costs	-	(1,142,573)
Gain on asset disposition	7,847	-
Other income	151,074	388,232
Total non operating revenues (expense)	<u>(3,253,772)</u>	<u>(5,592,655)</u>
Net income before capital contributions	11,939,810	6,882,158
Capital contributions:	<u>244,281</u>	<u>102,406</u>
Net income	12,184,091	6,984,564
Net position - beginning	172,851,245	165,866,681
Net position - ending	<u>\$ 185,035,336</u>	<u>\$ 172,851,245</u>

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

**DELAWARE COUNTY REGIONAL WATER QUALITY
CONTROL AUTHORITY
STATEMENTS OF CASH FLOWS**

FOR THE YEARS ENDED DECEMBER 31,

	<u>2018</u>	<u>2017</u>
Cash flows from operating activities:		
Receipts from customers	\$ 61,823,371	\$ 58,696,765
Payments to suppliers	(26,911,160)	(24,490,187)
Payments to employees	(18,999,133)	(18,591,391)
Net cash provided by operating activities	<u>15,913,078</u>	<u>15,615,187</u>
Cash flows from capital and related financing activities:		
Acquisition and construction of capital assets	(37,949,513)	(25,704,689)
Collection of notes receivable	90,800	2,681,472
Bond payable proceeds	-	38,816,354
Gain on asset disposition	7,847	-
Other income	151,074	388,232
Interest paid	(6,926,355)	(7,522,878)
Repayment of long-term debt	(4,594,927)	(39,595,876)
Refunding advanced interest costs	-	(4,348,388)
Debt issuance costs	-	(1,142,573)
Net cash used by capital and related financing activities	<u>(49,221,074)</u>	<u>(36,428,346)</u>
Cash flows from investing activities:		
Investments redeemed (purchased)	35,568,749	43,503,345
Investment interest received	2,043,466	1,709,214
Net cash provided by investing activities	<u>37,612,215</u>	<u>45,212,559</u>
Net increase in cash and cash equivalents	4,304,219	24,399,400
Cash and cash equivalents - beginning	<u>54,584,781</u>	<u>30,185,381</u>
Cash and cash equivalents - ending	<u>\$ 58,889,000</u>	<u>\$ 54,584,781</u>
Reconciliation of operating income to net cash provided by operating activities:		
Net income	\$ 12,184,091	\$ 6,984,564
Adjustments to reconcile operating income to net cash provided by operating activities:		
Depreciation	6,588,896	7,049,096
Amortization	(1,070,202)	(894,583)
Provision for doubtful accounts	61,782	52,149
Decrease (increase) in:		
Receivables:		
Residential	(24,349)	(69,215)
Municipal	(599,308)	(3,326)
Major industries	205,260	546,153
Permit industries	48,965	(27,265)
Note receivables	90,800	2,681,472
Other receivables	(571,356)	(31,426)
Prepaid expenses	(448,452)	324,425
Deferred outflows/inflows- pension plan	(484,582)	(350,707)
Increase (decrease) in:		
Accounts payable and accrued expenses	27,200	557,349
Net pension liabilities	(170,644)	(646,125)
Payable to the City of Philadelphia	358,139	(118,214)
Deferred revenue - long term control plan	145,820	7,069
Advances on services	(428,982)	(446,229)
Net cash provided by operating activities	<u>\$ 15,913,078</u>	<u>\$ 15,615,187</u>

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

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 1 - Summary of Significant Accounting Policies

Nature of Operations - Delaware County Regional Water Quality Control Authority ("DELCORA") was created by the County Council of Delaware County, Pennsylvania, on October 20, 1971, pursuant to the Municipality Authorities Act of 1945. DELCORA has the power to construct, finance, operate and maintain sewer systems throughout Delaware County and adjacent areas included in its drainage basin.

Reporting Entity - The reporting entity has been defined in accordance with the criteria established in Statement 14 issued by the Governmental Accounting Standards Board (GASB) and as amended by GASB Statement 61. The specific criteria used in determining whether DELCORA should be included in another organization's financial reporting entity are financial accountability, fiscal dependency and legal separation.

As defined above, DELCORA should not be included in another organization's financial statements.

Basis of Presentation - DELCORA's financial statements are prepared in accordance with accounting principles generally accepted in the United States of America (GAAP). The Governmental Accounting Standards Board (GASB) is responsible for establishing GAAP for state and local governments through its pronouncements (Statements and Interpretations).

DELCORA's accounts are organized as a governmental enterprise fund, and are used to account for operations (a) that are financed and operated in a manner similar to private business enterprises where the intent of the governing body is that the costs (expenses, including depreciation) of providing goods or services to the general public on a continuing basis are financed or recovered primarily through user charges; or (b) where the governing body has decided that periodic determination of revenues earned, expenses incurred, and/or net income is appropriate for capital maintenance, public policy, management control, accountability, or other purposes.

DELCORA distinguishes operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with DELCORA's principal ongoing operations. Operating revenues are charges to customers for services provided. Operating expenses include the cost of services, administrative expenses and depreciation of capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017

NOTE 1 - Summary of Significant Accounting Policies (continued)

Basis of Accounting - The financial statements are prepared on the accrual basis of accounting. Revenues are recognized when earned and expenses are recognized when incurred.

Use of Estimates The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reporting amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents - DELCORA considers all highly liquid investments purchased with original maturities of three months or less to be cash equivalents.

Statements of Cash Flows - For the purposes of the statements of cash flows, cash and cash equivalents are defined to be cash on hand, demand deposits, and highly liquid investments with a maturity of three months or less from the date of purchase (as noted above). For financial statement presentation purposes, cash and cash equivalents are shown accordingly. Investments include certificates of deposit with a maturity of over three months from the date of purchase. The line items of the 2017 cash flow statement as presented herein have been reclassified from prior issuance for comparative purposes to conform to the presentation of the current year cash flow statement.

Capital Assets - Capital assets have been financed primarily through proceeds from various bond issues, grants from the Environmental Protection Agency and funds generated from ongoing operations. Capital assets are recorded at cost. If actual cost could not be determined from available records, estimated historical cost was used. Interest on sewer revenue bonds is capitalized during the construction period, net of interest earned on the investment of unexpended bond proceeds. Expenditures for maintenance and repairs are charged to operating expenses.

Depreciation is computed using the straight-line method over the estimated useful lives of the related assets as follows:

Western Region Treatment	5 - 40	Years
Plant service lines	10 - 60	Years
Force mains pumping	10 - 40	Years
Stations	5 - 10	Years
Machinery and equipment	40	Years

Investments - Investments represent funds established under various trust indentures and secured sewer revenue bonds outstanding. Restricted investments are reserved for liquidation of specific obligations. Investments are stated at fair value.

DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017

NOTE 1 - Summary of Significant Accounting Policies (continued)

Advances on Services - Advances on services represents user charges collected in excess of the user's respective share of operating expenses.

Vacation, Sick Leave and Other Compensated Absences - DELCORA employees are entitled to certain compensated absences based on their length of employment. Compensated absences are accrued when earned.

Allowance for Doubtful Accounts - Provisions for doubtful accounts are provided for on the reserve method based on historical experience and management's evaluation of outstanding residential receivables.

Deferred Outflows of Resources - DELCORA reports decreases in net assets that relate to future periods as deferred outflows of resources in the statements of net position. DELCORA reports deferred outflows of resources for contributions made to the defined benefit pension plan between the measurement date of the net pension liability and DELCORA's year end.

New Pronouncements

In 2018, DELCORA early adopted GASB Statement 89, *Accounting for Interest Cost Incurred before the End of a Construction Period*. The pronouncement establishes guidance designed to enhance the relevance and comparability of information about capital assets and the cost of borrowing for the reporting period. It also simplifies accounting for interest cost incurred before the end of a construction period. Such interest cost had previously been capitalized as part of the historical cost of a capital asset. Under this pronouncement, which is being applied prospectively, this interest cost should be recognized as an expense in the period in which the cost is incurred.

NOTE 2 - Deposits and Investments

Under Section 7.1 of the Pennsylvania Municipality Authorities Act and the Trust Indenture, DELCORA is permitted to invest funds consistent with sound business practices in the following types of investments:

- Obligations of the United States government or its agencies or instrumentalities;
- Obligations of the Commonwealth of Pennsylvania or any of its political subdivisions;
- Deposits in savings accounts or time deposits must be insured by the Federal Deposit Insurance Corporation (FDIC). For amounts above the insured limit, collateral must be pledged by the depository.
- Other investments as described in the Trust Indenture Agreement between DELCORA and TD Bank, N.A. dated July 15, 2001.

Deposits - As of December 31, 2018 and 2017, the carrying amount of the entity's deposits was \$6,770,927 and \$6,759,037, respectively.

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 2 - Deposits and Investments (continued)

Custodial Credit Risk - Deposits - Custodial credit risk is the risk that in the event of a bank failure, the entity's deposits may not be returned to it. The entity's investment policy limits the exposure to custodial credit risk by requiring all deposits in excess of federal depository insurance limits to be secured with collateralization pledged by the applicable financial institution. Of the deposits, \$557,040 was covered by federal depository insurance, inclusive. The remaining balance was uninsured and covered by collateral in accordance with the Intergovernmental Cooperation Act of 1972. The entity's certificates of deposit are in excess of three months maturity and are held in a Certificate of Deposit Account Registry program and are covered in their entirety by federal depository insurance.

Investments - The entity's investments are categorized as either (1) insured and registered, or securities held by the entity or its agent in the entity's name, (2) uninsured and unregistered, with securities held by the counterparty's trust department or agent in the entity's name, or (3) uninsured and unregistered with securities held by the counterparty, or by its trust department or agent but not in the entity's name.

All funds in the Pennsylvania Local Government Investment Trust ("PLGIT") are invested in accordance with the Pennsylvania Municipality Authorities Act. Each entity owns a prorate share of each investment or deposit which is held in the name of the fund. Other fixed-term investments purchased by the entity through the fund's administrator are purchased in the name of the entity. The balance of the funds as of December 31, 2018 and 2017 was \$57,039 and \$87,676, respectively.

All funds held in accordance with the Trust Indenture for the Sewer Revenue Bonds (see page 42) are invested in accordance with the Trust Indenture Agreement between DELCORA and TD Bank, N.A. dated July 15, 2001. The balance as of December 31, 2018 and 2017 was \$118,210,406 (including cash of \$997,665; certificates of deposit of \$24,792,948, PLGIT Term investments of \$72,681,248, PLGIT Arm of \$18,119,333 and repurchase agreements of \$1,619,212) and \$142,413,237 (including cash of \$652,189; certificates of deposit of \$36,161,357, PLGIT Term investments of \$84,259,817, PLGIT Arm of \$19,757,988 and repurchase agreements of \$1,581,886) respectively, and Certificates of deposit are held in a PLGIT CD program and are covered in their entirety by federal depository insurance.

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 2 - Deposits and Investments (continued)

Investments maturing in less than one year from original purchase are recorded at unamortized cost. Investments maturing beyond one year from original purchase are recorded at fair value.

Custodial Credit Risk - Investments - For an investment, custodial credit risk is the risk that in the event of the failure of the counterparty, the entity will not be able to recover the value of its investments or collateral security that are in the possession of an outside party. The entity has no investments subject to custodial credit risk.

Fair Value Measurement

The Authority's investments are measured and reported at fair value and are classified according to the following hierarchy:

Level 1—Investments reflect prices quoted in active markets

Level 2—Investments reflect prices that are based on a similar observable asset either directly or indirectly, which may include inputs in markets that are not considered to be active.

Level 3—Investments which reflect prices based on unobservable resources

The categorization of investments within the hierarchy is based upon the pricing transparency of the instrument and should not be perceived as the particular investment's risk.

The Authority considers all investments to be Level 1.

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 2 - Deposits and Investments (continued)

	<u>2018</u>	<u>2017</u>
Unrestricted cash and investments:		
Cash and cash equivalents		
Cash	\$ 6,770,927	\$ 6,759,037
PLGIT ARM	18,111,912	19,642,744
PLGIT CD	6,848,069	2,933,000
PLGIT TERM	27,158,092	25,250,000
Cash and cash equivalents	<u>\$ 58,889,000</u>	<u>\$ 54,584,781</u>
Investments		
Certificates of deposit originally maturing beyond three months	\$ 15,262,119	\$ 30,704,153
PLGIT Term	37,033,156	52,734,817
Repurchase agreements	1,619,213	1,581,886
Total investments	<u>\$ 53,914,488</u>	<u>\$ 85,020,856</u>
	<u>2018</u>	<u>2017</u>
Restricted cash and investments:		
PLGIT ARM	\$ 7,419	\$ 115,244
PLGIT Term	8,490,000	6,275,000
Certificates of deposit originally maturing beyond three months	2,682,760	4,633,000
Total restricted investments	<u>\$ 11,180,179</u>	<u>\$ 11,023,244</u>

NOTE 3 - Capital Assets

As noted above, DELCORA this period adopted GASB Statement 89, *Accounting for Interest Cost Incurred before the End of a Construction Period*. Capital assets at December 31, 2018 and 2017 included previously capitalized interest of \$2,595,820 included in the historical costs of the assets. These costs are depreciated over the lives of the projects. Interest expense (net of interest expense capitalized) for the year ended December 31, 2017 was \$7,326,608. Prospectively, as noted above, interest incurred is expensed accordingly. During this period, interest expense totaled \$6,888,255.

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 3 - Capital Assets (continued)

Capital assets activity for the year ended December 31, 2018, is as follows:

	Balance 01/01/18	Additions	Deletions	Balance 12/31/18
Capital assets not being depreciated:				
Land and right of way	\$ 5,829,304	\$ -	\$ -	\$ 5,829,304
Construction in progress	40,715,256	36,485,940	(19,659,665)	57,541,531
Total capital assets not being depreciated	46,544,560	36,485,940	(19,659,665)	63,370,835
Capital assets being depreciated:				
Western Region Treatment Plant	123,972,837	14,358,712	-	138,331,549
Service lines and force mains	101,435,478	5,479,863	-	106,915,341
Pumping stations	40,267,572	36,291	-	40,303,863
Building and improvements	6,511,556	-	-	6,511,556
Machinery and equipment	4,093,030	1,248,373	(44,429)	5,296,974
Total capital assets being depreciated	276,280,473	21,123,239	(44,429)	297,359,283
Total capital assets	322,825,033	57,609,179	(19,704,094)	360,730,118
Accumulated depreciation				
Western Region Treatment Plant	66,555,830	2,681,881	-	69,237,711
Service lines and force mains	25,014,151	2,313,772	-	27,327,923
Pumping stations	17,648,454	940,427	-	18,588,881
Building and improvements	2,976,670	170,725	-	3,147,395
Machinery and equipment	1,148,595	482,091	(44,429)	1,586,257
Total accumulated depreciation	113,343,700	6,588,896	(44,429)	119,888,167
Capital assets, net of depreciation	\$ 209,481,333	\$ 51,020,283	\$ (19,659,665)	\$ 240,841,951

NOTE 4 - Notes Receivable

DELCORA has a note receivable from Folcroft Borough for renovations to a pump station. The note is being repaid over 20 years with installments of \$2,619 per month including interest at 5.25%. The balance of the note receivable was repaid in 2018 in the amount of \$18,018 (the amount remaining at December 31, 2017).

DELCORA has an additional note receivable from Edgmont Township established in 2016 in the amount of \$1,775,838 for payment of debt on its behalf to the Central Delaware County Authority. In 2017, additional debt was incurred bringing the balance of the note receivable to \$1,970,208. The note is being repaid over 20 years at the rate of 3.40% per annum, with anticipated payments

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 4 - Notes Receivable (continued)

of principal and interest of \$137,375 annually. Principal in the amount of \$72,782 was paid leaving a balance of \$1,827,040. Two additional notes were established in 2016 to pay for the decommissioning and demolition of the Baldwin Run Plant. The notes were with the Southwest Delaware County Sewer Authority and the Middletown Township Sewer Authority in the amounts of \$1,665,491 and \$1,110,328 respectively. Both notes originally established for five years at 3.74 percent per annum, were paid in full in 2017.

NOTE 5 - User Agreements

In accordance with a County-Wide Sewerage Facilities Plan (the "Plan") developed in 1972 and by orders of the Commonwealth of Pennsylvania Department of Environmental Protection, various municipal authorities and industries in Delaware County were ordered to negotiate with DELCORA for future treatment of sewage in its regional facilities.

The Plan divided the County into two sections: Eastern Service Region and Western Service Region. Eastern Service Region waste water is treated in the upgraded and expanded Philadelphia Southwest Water Pollution Control Plant ("City Plant"). Western Service Region waste water is treated at a regional plant constructed on the site of the former City of Chester Plant. The Central Delaware County Authority has the ability to flow to either plant.

In order to execute the Plan, DELCORA entered into service agreements with municipalities and major industries in DELCORA's service area. The agreements are for various terms up to 50 years.

NOTE 6 - Long-Term Debt

DELCORA's long-term debt consists of sewer revenue bonds, a note payable consisting of a Pennsylvania Infrastructure Investment Authority "Pennvest" note payable and deferred issuance premiums.

The long-term indebtedness is as follows:

	Original Indebtedness	Interest rate	Maturity Date	1/1/2018	New indebtedness	Principal/ Amortization	12/31/2018	Due in one year
Revenue Bond 2007	\$ 36,235,000	5.25%	05/01/25	\$ 24,025,000	\$ -	\$ 4,115,000	\$ 19,910,000	\$ 4,335,000
Revenue Bond 2015	36,205,000	2.50-5.50%	5/1/2045	36,205,000	-	-	36,205,000	-
Revenue Bond 2016	52,855,000	4.00-5.00%	5/1/2046	52,855,000	-	-	52,855,000	-
Pennvest Note	10,038,785	1.06%	9/1/2031	7,066,805	-	479,927	6,586,878	485,044
Revenue Bond 2017	32,275,000	5.00%	5/1/2033	32,275,000	-	-	32,275,000	-
	<u>\$ 167,608,785</u>			152,426,805	-	4,594,927	147,831,878	4,820,044
Deferred issuance								
Premiums				24,368,141	-	1,341,976	23,026,165	1,322,851
				<u>\$ 176,794,946</u>	<u>\$ -</u>	<u>\$ 5,936,903</u>	<u>\$ 170,858,043</u>	<u>\$ 6,142,895</u>

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 6 - Long-Term Debt (continued)

Sewer Revenue Bond interest is payable on May 1st and November 1st.

Aggregate maturities and required sinking fund payments of long-term debt subsequent to December 31, 2018 are as follows:

Year ending December 31,	Principal	Interest	Principal and Interest	Deferred Issuance premiums	Total
2019	\$ 4,820,044	\$ 6,847,359	\$ 11,667,403	\$ 1,322,851	\$ 12,990,254
2020	5,060,216	6,608,430	11,668,646	1,322,851	12,991,497
2021	5,315,442	6,358,716	11,674,158	1,322,851	12,997,009
2022	4,910,725	6,152,939	11,063,664	1,322,851	12,386,515
2023	5,131,063	5,930,001	11,061,064	1,322,851	12,383,915
2024-2028	29,592,409	25,733,440	55,325,849	5,823,003	61,148,852
2029-2033	35,941,979	18,121,978	54,063,957	5,130,542	59,194,499
2034-2038	19,200,000	11,524,150	30,724,150	2,164,725	32,888,875
2039-2043	23,490,000	6,505,125	29,995,125	2,164,726	32,159,851
2044-2046	14,370,000	1,170,550	15,540,550	1,128,914	16,669,464
	<u>\$ 147,831,878</u>	<u>\$ 94,952,688</u>	<u>\$ 242,784,566</u>	<u>\$ 23,026,165</u>	<u>\$ 265,810,731</u>

The Sewer Revenue Bonds were issued pursuant to the Trust Indenture Agreement between DELCORA and TD Bank, NA, ("Trustee") dated July 15, 2001. TD Bank replaced Chase Manhattan Trust Company, NA., now known as JP Morgan Chase, who was the trustee under the previous indenture. Under the July 15, 2001 Indenture, DELCORA has pledged certain assets and agreed to covenants and conditions, the most significant of which are:

- Fix rates and rentals sufficient to cover the costs of operating the system;
- Pledge revenues to secure the outstanding bonds;
- Net Revenues at least equal to 100% of annual debt service requirements of all outstanding bonds exclusive of funds deposited into the revenue fund from the renewal and replacement fund;
- Net Revenues at least equal to 1.1 times the annual debt service requirements of all outstanding bonds;
- Establish certain funds to account for DELCORA activity; and,
- Maintain and operate the system in a sound and economical manner.

Management believes it has complied, in all material respects, with all covenants and requirements of the Indenture.

BOND REFUNDING

During 2007, DELCORA issued the Sewer Revenue Bonds, 2007 Series. The 2007 Series bonds were issued to provide funds to advance refund certain maturities of DELCORA's Series 2001 and Series 2004 bonds. Proceeds from the issuance of the 2007 Series bonds were deposited in an

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 6 - Long-Term Debt (continued)

irrevocable trust with an escrow agent to provide for the debt service required for advance refunding of the bonds.

During 2017, DELCORA issued the Sewer Revenue Bonds, 2017 series. The proceeds of the 2017 Bonds, along with other available funds, were utilized to advance refund all of the outstanding 2013 Bonds as well as to pay for the costs and expenses of issuing the 2017 Bonds. The proceeds were deposited in an irrevocable trust with an escrow agent to provide for the debt service required for the advance refunding of the bonds. This advance refunding in 2017 resulted a gross present value savings in the amount of \$2,196,615.

NOTE 7 - Commitments and Contingencies

Commitments - DELCORA had construction commitments outstanding of \$57,541,531 and \$30,376,248 at December 31, 2018 and December 31, 2017, respectively.

DELCORA also has the following leases:

- A 60-month lease agreement for copiers in the amount of \$1,750 per month expiring May 31, 2022.
- Future operating lease payments as of December 31, 2018 are as follows:

2019	\$ 57,653
2020	44,145
2021	42,914
2022	30,664
	<u>\$175,376</u>

Several cell tower leases at various locations for periods ending from December 31, 2018 through May 31, 2022.

Contingencies - DELCORA is involved in various claims and lawsuits, both for and against DELCORA, arising in the normal course of business. Management believes that any financial responsibility that may be incurred in settlement of such claims and lawsuits would not be material to DELCORA's financial position.

DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017

NOTE 8 - Employee Retirement Plans

DEFINED BENEFIT PLAN

Plan Policies - For purposes of measuring net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, pension expense, and information about the Plan fiduciary net position have been determined on the same basis as they are reported by the Plan. For this purpose, benefit payments are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value. The change in liability resulting from a change of Plan provisions is recognized immediately in pension expense. The change in liability resulting from a change of assumptions is recognized in pension expense over a closed period equal to the average of the expected remaining service lives of all Plan participants (active and inactive). The change in liability resulting from differences between expected and actual experience is recognized in pension expense over a closed period equal to the average of the expected remaining services lives of all Plan participants (active and inactive). The change in net pension liability resulting from differences between projected and actual earnings on Plan assets is recognized in pension expense over a closed period of five years.

Plan Description - Delaware County Regional Water Quality Control Authority Retirement Plan (the "Plan") is a single-employer defined benefit pension plan administered by DELCORA. The Plan provides early retirement, normal retirement, and disability benefits to plan members. Plan benefits were established under the terms of the plan document. The Plan allows amendments by DELCORA. The operation of the Plan is governed by the provisions of certain public employee laws under the Commonwealth of Pennsylvania Code which are administered by the Public Employee Retirement Commission of the Commonwealth of Pennsylvania.

Pension Benefits - Pension benefits are as follows:

Normal Retirement: A member is eligible upon attainment of age 65.

For salaried employees, the accrued benefit equals the sum of:

- (a) 1.50% of average applicable compensation multiplied by years of service completed on or after January 2, 2006;
- (b) 1.45% of average applicable compensation multiplied by years of service completed on or after January 2, 2004 and before January 2, 2006;
- (c) 1.35% of average applicable compensation multiplied by years of service completed on or after January 2, 2000 and before January 2, 2004; and
- (d) 1.50% of average applicable compensation multiplied by years of service completed prior to January 2, 2000;

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 8 - Employee Retirement Plans (continued)

For non-salaried employees, the accrued benefit equals the sum of:

- (a) 1.65% of average applicable compensation multiplied by years of service completed on or after January 2, 2006;
- (b) 1.60% of average applicable compensation multiplied by years of service completed on or after January 2, 2004 and before January 2, 2006; and
- (c) 1.50% of average applicable compensation multiplied by years of service completed prior to January 2, 2004;

Early Retirement: A member is eligible for a retirement benefit upon attainment of age 55 and the completion of ten years of service equal to the portion of the normal retirement benefit that has been accrued as of the participant's early retirement date, reduced by 5/16% for each month that the benefit commencement date precedes the normal retirement date.

Funding Policy - Pursuant to the plan document, DELCORA is required to contribute to the Plan from time to time amounts necessary to satisfy the applicable requirements of every relevant statute and expected to be sufficient on the basis of actuarial estimates to provide the benefits specified in the Plan. There is no required contribution rate of the employer in dollars or as a percentage of covered payroll. Active plan members are not required to contribute to the Plan. The Plan was amended in 2011 for technical compliance updates.

The annual contribution calculation was determined as part of the January 1, 2017 actuarial valuation. Funding requirements for the plan years 2018 and 2019 is established as part of the January 1, 2017 actuarial valuation. Entry Age Normal Actuarial Cost Method is used as the actuarial valuation method. The actuarial assumptions pursuant to the January 1, 2017 valuation included (a) interest rate of 7.0% compounded annually (reduced from 7.5% in prior valuations), (b) lump sum payments are valued based on the 15 year average of IRS section 417e segment rates (segment rates changing from 3.5% to 3.30% for the first five years, 5.5% to 5.30% for the next fifteen years, and from 6.5% to 6.10 % for all years thereafter) (c) mortality rates are based on RP-2000 Combined Mortality Table with Scale AA updated from 2015 to 2017. For Lump Sum payments, the IRS section 417e applicable mortality table is used, (d) turnover (withdrawal) are based on Turnover Table T3, (e) salary increases of 4.00% per annum (f) the Level Dollar Open Method over an open period of 30 years is used to amortize the unfunded actuarial liability with a remaining amortization period of 9 years, (g) it is assumed that 90% of participants eligible to receive benefits would elect the Single Sum Distribution with the remaining 10% electing the Life Annuity form. The Plan amendment and restatement adopted in 2011 was considered in the valuation.

Act 205 requires full funding of the entry age normal cost plus Plan expenses, in addition to amortization of the unfunded liability to ultimately achieve a 100% funded status. The Plan's fiduciary net position is projected to be sufficient to make projected benefit payments for all future years. Hence, there is no "depletion date" and therefore the discount rate is equal to the assumed long-term rate of return of 7.0%.

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 8 - Employee Retirement Plans (continued)

Assets are valued at fair market value.

Pension Liabilities, Pension Expense, Pension Contributions, Plan Assets, Employees
Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

Plan membership as of December 31, 2018 was as follows:

Inactive employees or beneficiaries receiving benefits	16
Inactive employees entitled to but not yet receiving benefits	22
Active employees	<u>129</u>
Total employees covered	<u>167</u>

Average expected remaining service lives as of December 31, 2018 was 8.48 years.

Custodial credit risk is the risk that in the event of a bank failure, the Plan's deposits may not be returned. At December 31, 2018, the carrying amount and the balance of the Plan's deposits in cash and cash alternatives totaled \$490,840 and was held with Ameritrade, of which \$250,000 was covered by FDIC insurance.

In accordance with Government Accounting Standards Board (GASB) No. 67, investments are reported at fair value. Unrealized gains and/or losses due to fluctuations in market value are recorded in the financial statements. Securities traded on national exchanges are valued at the last reported sales price. Realized gains or losses are recorded at the time of sale. Net appreciation or depreciation in the fair value of plan investments include both realized and unrealized gains and losses and related fees as well as investment. Plan investments at year end are as follows:

Vanguard Mid Cap Index Fund	\$ 862,243
Vanguard Small Cap Index Fund	884,729
Vanguard Total Bond Market Index Fund	2,002,666
Vanguard Intermediate Term Corp Bond	391,596
Vanguard All WRLD EX US	3,609,526
Vanguard US Growth Index Fund	2,587,196
Vanguard US Value Index Fund	2,577,162
Vanguard International Bond Index Fund	783,153
Ishares TIPS Bond ETF	791,210
	<u>14,489,481</u>
Cash and cash equivalents/mutual funds	524,241
Total plan investments	<u>\$ 15,013,722</u>

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 8 - Employee Retirement Plans (continued)

Pension fund investments, pursuant to Government Accounting Standards Board Statement Nos. 3 and 40, are categorized to give an indication of the level of risk assumed by the Plan at December 31, 2018. Investment securities are exposed to custodial credit risk if the securities are uninsured, are not registered in the name of the Plan and are held by either counterparty or the counterparty's trust department or agent but not in the Plan's name. Custodial credit risk is the risk that, in the event of the failure of the counterparty, the Plan will not be able to recover the value of its investments or collateral securities in the possession of an outside party.

The securities are registered in the name of the Plan; thus, they are not subject to credit risk. Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment or deposit. Generally, the longer the maturity of an investment, the greater sensitivity of its fair value to changes in market interest rates. The Board has no formal policy that limits investment maturities as a means of managing its exposure to interest rate risk. The Board has, however, adopted a long-term investment policy to weigh the chances and duration of investment losses against the long-term potential for appreciation of assets. Investments in mutual funds and certain investment pools are excluded from this requirement.

The Plan's investment policy regarding the allocation of invested assets is established and may be amended by the Plan's Board by a majority vote of its members. The policy of the Board is to pursue an investment strategy that reduces risk through prudent diversification among its asset classes given the Plan's liability structure. Following is the Board's adopted asset allocation policy as of December 31, 2017:

<u>Asset Class</u>	<u>Target Allocation</u>
Equities	70.00%
Fixed Income	27.00%
Cash	3.00%

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 8 - Employee Retirement Plans (continued)

The long-term expected rate of return on pension plan investments is determined by an estimate of the ranges of expected real rates of returns weighting these expected rates of return by target asset allocation and adding estimated inflation. The long-term rate of return on assets is expected to be approximately 6.65 percent per year before inflation factor of 2.25%. The net blended rate representing the real rate of return, inclusive of inflation and net of plan expenses was 4.10%. Long term expected real rate of return was as follows:

Asset Class	Long-Term Expected Real Rate of Return
Equities	5.78%
Fixed Income	1.35%
Cash	-0.31%
Total Gross Blended Return	4.40%
Less: Plan Expenses	0.30%
Total Net Blended Return	4.10%

For the year ended December 31, 2018, the annual rate of return on the pension plan investments, net of pension investment expense was -5.69%. The rate of return is calculated net of investment expense, adjusted for the changing amounts actually invested.

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 8 - Employee Retirement Plans (continued)

DELCORA recognized pension expense in the amount of \$1,944,894 and \$1,671,290 for the years ended December 31, 2018 and 2017, respectively. At December 31, 2018, DELCORA reported deferred outflows of resources and deferred inflows of resources related to the pension as follows:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Differences between expected and actual experience	\$ 535,452	\$ 52,410
Changes in assumptions	2,898,439	432,433
Net differences between projections and actual earnings on pension plan investments	738,725	-
Total pension expense	<u>\$4,172,616</u>	<u>\$ 484,843</u>
Future recognition of deferred outflows and inflows in pension expense	Fiscal Year	Amount Recognized
	2019	\$ 870,486
	2020	\$ 719,207
	2021	\$ 752,775
	2022	\$ 1,042,509
	2023	\$ 140,064
	Thereafter	\$ 162,732
Sensitivity of Net Pension Liability to Changes in Discount Rate:		
	1% Decrease 6.00%	Current Rate 7.00%
		1% Increase 8.00%
Net pension liability	<u>\$4,679,533</u>	<u>\$3,407,987</u>

Defined Contribution Plan

DELCORA established the Delaware County Regional Water Quality Control Authority Defined Contribution Plan (401a Plan) in 2000 covering all salaried employees. Employer contributions were \$127,224 and \$133,046 for the years ended December 31, 2018 and 2017, respectively.

Additionally, all employees are eligible to contribute into a 457 Plan. The 457 Plan does not allow for employer contributions.

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 9 - Wastewater Treatment Agreement

In 1974, DELCORA entered into a thirty-year agreement with the Philadelphia Water Department (the City") to pay the City for treatment of wastewater sent to the Southwest Philadelphia plant based on its proportionate share of the City's operating costs. The agreement with the City was extended until 2011.

In July 2011, DELCORA signed an agreement with the City for treatment of the flows. The term was for the longer of either two years or one year after DELCORA received information about the City's Long-Term Control Plan (LTCP). The agreement was considered a bridge toward a long-term agreement.

There remained a need for the determination by the City of DELCORA's proportionate share of the \$4 billion in estimated costs over twenty-five years for the implementation of the City's LTCP. The flow capacity thresholds in the contract had remained the same as the 1974 agreement. The management fee had been increased from 10% to 12%. The contract also included a different method for accounting for DELCORA's share of the City's capital costs, i.e., the depreciation and return on investment method.

On April 1, 2013, a fifteen-year agreement between the City and DELCORA became effective. Many of the terms of the July 2011 agreement remain in effect. DELCORA has received an estimate of its proportionate share of LTCP costs for which in 2015 municipal revenue was deferred and is shown on these statements as deferred revenue - long term control plan. Additional deferred revenue relative to Philadelphia is represented by the deferred revenue - rate stabilization for which a portion of revenues are deferred to protect from unanticipated or precipitous charges from Philadelphia.

NOTE 10 – Delaware County Long-Term Control Plan Update

The Combined Sewer Overflow Long-Term Control Plan (CSO LTCP) Update Report and the Nine Minimum Controls Plan was submitted on February 17, 2019 to meet a Consent Decree and regulatory requirements requiring the implementation of "early action combined sewer overflow" (CSO) measures designed to achieve a reduction in CSO volume. Currently the LTCP Team is awaiting comments from the USEPA / PADEP on the submittal of the LTCP Updated Report and the Updated Nine Minimum Controls.

This Update (LTCPU) has evaluated the Delaware County Regional Water Quality Control Authority's (DELCORA's) sewer systems according to United States Environmental Protection Agency (USEPA) requirements and guidance. The final plan addresses all aspects of the Consent Decree issued to DELCORA by USEPA. Although monitoring and modeling studies show DELCORA is not causing Water Quality Standards to be exceeded, the plan includes further investment to reduce Combined Sewer Overflow (CSO) discharges and improve water quality. The investments include improvements to the collection system, the treatment plant and the implementation of green infrastructure that will provide multiple benefits to DELCORA customers. These improvements increase the level of system wide annual average wet weather flow capture to over 90% of the total wet weather flow. This level of capture

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 10 – Delaware County Long-Term Control Plan (continued)

exceeds Federal Clean Water Act requirements under USEPA's "Presumption" approach.

Prior to this LTCPU, DELCORA has expended approximately \$150 million in capital improvements to address CSOs as planned in the original 1999 Long Term Control Plan. This update adds over \$120 million in life cycle costs to the prior and ongoing investment within an accelerated 10-year schedule. This additional investment is affordable if other program costs do not increase significantly.

DELCORA Monitoring and Modeling required by the DELCORA/USEPA/Pennsylvania Department of Environmental Protection Consent Decree has shown that high wet weather flows in the separate sewered areas result in Sanitary Sewer Overflows (SSOs) and contribute to increased CSO discharges. Projects planned under the LTCPU address the impact of CSO discharges as required by the Clean Water Act. However, while SSOs are reduced under the plan, the DELCORA/USEPA consent decree requires the elimination of SSOs. To address the Consent Decree, DELCORA will continue to monitor and model the hydraulically connected system to evaluate SSOs and identify additional areas where remediation is needed. While some of these areas in need of remediation are likely to be in a DELCORA owned system, it is known that there are significant areas in non-DELCORA owned satellite systems that will require investment to address SSOs and remain cost effective.

NOTE 11 – Subsequent Events

DELCORA has evaluated subsequent events through March 28, 2019, which represents the date the financial statements were available to be issued.

REQUIRED SUPPLEMENTAL INFORMATION

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY
REQUIRED SUPPLEMENTARY INFORMATION**

SCHEDULE OF CHANGES OF NET PENSION LIABILITY AND RELATED RATIOS

	2014	2015	2016	2017	2018
<i>Total Pension Liability</i>					
Service cost	\$ 433,832	\$ 451,185	\$ 647,770	\$ 743,624	\$ 833,107
Interest	962,400	982,877	1,321,748	1,345,004	1,236,708
Changes in benefit terms	-	-	-	-	(4,914)
Differences between expected and actual experience	183,182	465,714	-	384,396	(59,417)
Changes in assumptions	-	4,170,435	-	1,012,254	(490,245)
Benefit payments	(664,651)	(1,260,137)	(1,994,115)	(2,079,637)	(3,272,141)
Net change in total pension liability	<u>914,763</u>	<u>4,810,074</u>	<u>(24,597)</u>	<u>1,405,641</u>	<u>(1,756,902)</u>
Total pension liability - beginning	<u>13,072,730</u>	<u>13,987,493</u>	<u>18,797,567</u>	<u>18,772,970</u>	<u>20,178,611</u>
Total pension liability - ending	<u>13,987,493</u>	<u>18,797,567</u>	<u>18,772,970</u>	<u>20,178,611</u>	<u>18,421,709</u>
<i>Plan Fiduciary Net Position</i>					
Contributions - Authority	1,150,000	4,450,000	2,168,616	1,711,040	2,600,000
Contributions - employee	-	-	-	-	-
Net investment income	678,120	33,319	1,146,717	2,466,801	(867,963)
Benefit payments	(664,651)	(1,260,137)	(1,994,115)	(2,079,637)	(3,272,141)
Other	-	-	-	-	-
Administrative expense	(27,963)	(31,155)	(40,406)	(46,438)	(46,154)
Net change in fiduciary net position	<u>1,135,506</u>	<u>3,192,027</u>	<u>1,280,812</u>	<u>2,051,766</u>	<u>(1,586,258)</u>
Plan fiduciary net position - beginning	<u>8,939,869</u>	<u>10,075,375</u>	<u>13,267,402</u>	<u>14,548,214</u>	<u>16,599,980</u>
Plan fiduciary net position - ending	<u>10,075,375</u>	<u>13,267,402</u>	<u>14,548,214</u>	<u>16,599,980</u>	<u>15,013,722</u>
Net pension liability - ending	<u>\$3,912,118</u>	<u>\$5,530,165</u>	<u>\$4,224,756</u>	<u>\$3,578,631</u>	<u>\$3,407,987</u>

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY**

REQUIRED SUPPLEMENTARY INFORMATION

SCHEDULE OF CHANGES OF NET PENSION LIABILITY AND RELATED RATIOS (continued)

Plan fiduciary net position as a percentage of total pension liability	72.03%	70.58%	77.50%	82.27%	81.50%
Covered employee payroll	\$ 7,435,831	\$ 7,470,137	\$ 8,516,891	\$ 8,900,803	\$ 9,160,776
Authority's net pension liability as a percentage of covered payroll	52.61%	74.03%	49.60%	40.21%	37.20%

SCHEDULE OF INVESTMENT RETURNS

	2014	2015	2016	2017	2018
Annual money-weighted rate of return net of investment expense	7.25%	0.79%	8.54%	16.59%	-5.69%

**DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY**

REQUIRED SUPPLEMENTARY INFORMATION

SCHEDULE OF CHANGES IN NET PENSION LIABILITY

	<u>Total Pension Liability</u>	<u>Plan Fiduciary Net Position</u>	<u>Net Pension</u>
Balances at December 31, 2017	\$ 20,178,611	\$ 16,599,980	\$ 3,578,631
Changes for the year:			
Service cost	833,107	-	833,107
Interest	1,236,708	-	1,236,708
Changes of assumptions	(490,245)	-	(490,245)
Change in benefit terms	(4,914)	-	(4,914)
Differences between expected and actual	(59,417)	-	(59,417)
Contributions - employer	-	2,600,000	(2,600,000)
Net investment income	-	(867,963)	867,963
Benefit payments	(3,272,141)	(3,272,141)	-
Administrative expense	-	(46,154)	46,154
Net changes	<u>(1,756,902)</u>	<u>(1,586,258)</u>	<u>(170,644)</u>
Balances at December 31, 2018	<u>\$ 18,421,709</u>	<u>\$ 15,013,722</u>	<u>\$ 3,407,987</u>

SUPPLEMENTAL INFORMATION

SUPPLEMENTAL INFORMATION
DELAWARE COUNTY REGIONAL WATER QUALITY
CONTROL AUTHORITY

SCHEDULE OF OPERATING REVENUES
BUDGET COMPARISON

	ACTUAL 2018	BUDGET 2018	FAVORABLE (UNFAVORABLE) VARIANCE
WESTERN REGION			
Residential	\$ 8,044,641	\$ 7,345,271	\$ 699,370
Major industry:			
Kinberly-Clark	3,661,853	3,723,000	(61,147)
Monroe Energy	498,828	218,792	280,036
Sun Refining and Marketing Co.	2,656,655	3,077,680	(421,025)
Total major industry	6,817,336	7,019,472	(202,136)
Municipal:			
Brookhaven	606,155	627,229	(21,074)
Eddystone	363,894	359,160	4,734
Lower Chichester	482,931	448,950	33,981
Middletown Authority	1,882,177	1,885,590	(3,413)
Nether Providence	824,403	845,477	(21,074)
South West Delaware County Authority	2,957,761	2,603,910	353,851
Southern Delaware County Authority	1,916,591	1,975,380	(58,789)
Total Municipal	9,033,912	8,745,696	288,216
Permit industries:			
Ace Linen	91,049	80,190	10,859
Boeing	105,394	112,238	(6,844)
Braskem	186,426	194,752	(8,326)
Congoleum	40,840	43,145	(2,305)
Delaware County Linen	25,064	56,430	(31,366)
Florida Power & Light	463,404	316,608	146,796
Harrah's Casino	48,510	51,660	(3,150)
Liberty Electric	254,458	394,944	(140,486)
Exelon	5,153	8,310	(3,157)
The P.Q. Corporation	83,462	118,800	(35,338)
Other	194,801	16,577	178,224
Total permit industries	1,498,561	1,393,654	104,907
Contract operation fees	652,965	1,360,000	(707,035)
Total Western Region	26,047,415	25,864,093	183,322
EASTERN REGION			
Authority:			
Central Delaware County Authority	9,152,096	9,103,100	48,996
Darby Creek Joint Authority	17,299,667	17,782,800	(483,133)
Muckinipates Authority	3,936,807	4,234,000	(297,193)
Total Eastern Region	30,388,570	31,119,900	(731,330)
Sludge disposal and processing	5,721,999	4,500,000	1,221,999
Total operating revenues	\$ 62,157,984	\$ 61,483,993	\$ 673,991

SUPPLEMENTAL INFORMATION

**DELAWARE COUNTY REGIONAL WATER QUALITY
CONTROL AUTHORITY
SCHEDULES OF OPERATING EXPENSES**

FOR THE YEARS ENDED DECEMBER 31,

	2018	2017
Advertising	\$ 25,799	\$ 26,367
Consulting	270,054	146,495
Depreciation	6,588,896	7,049,095
Dues and conferences	73,574	53,283
Employee benefits	4,648,744	4,655,986
Engineering and tech services	198,361	247,709
Insurance	797,348	744,418
Minor equipment and supplies	2,915,007	2,477,234
Office	130,418	161,393
Other contracted services	477,313	710,207
Pension	1,944,894	1,671,290
Philadelphia Plant Treatment costs	9,625,120	8,367,590
Provision for doubtful accounts	61,782	52,149
Repairs and maintenance	2,778,617	2,951,073
Salaries and wages	12,396,648	11,752,017
Solicitor	172,119	254,020
Solids disposal	1,329,837	1,457,857
Utilities	2,529,871	3,028,848
Total operating expenses	<u>\$ 46,964,402</u>	<u>\$ 45,807,031</u>

SUPPLEMENTAL INFORMATION

**DELAWARE COUNTY REGIONAL WATER QUALITY
CONTROL AUTHORITY**

**SCHEDULE OF DEBT SERVICE
SEWER REVENUE BONDS, 2007 SERIES**

<u>Year Ending December 31,</u>	<u>Coupon</u>	<u>Principal Maturity</u>	<u>Interest</u>	<u>Total Debt Service</u>
2019	5.25%	\$ 4,335,000	\$ 931,482	\$ 5,266,482
2020	5.25%	4,570,000	697,725	5,267,725
2021	5.25%	4,820,000	451,237	5,271,237
2022	5.25%	1,425,000	287,306	1,712,306
2023	5.25%	1,505,000	210,394	1,715,394
2024	5.25%	1,585,000	129,281	1,714,281
2025	5.25%	1,670,000	43,838	1,713,838
Total		<u>\$ 19,910,000</u>	<u>\$ 2,751,263</u>	<u>\$ 22,661,263</u>

SUPPLEMENTAL INFORMATION

**DELAWARE COUNTY REGIONAL WATER QUALITY
CONTROL AUTHORITY**

**SCHEDULE OF DEBT SERVICE
SEWER REVENUE BONDS, 2015 SERIES**

<u>Year Ending December 31,</u>	<u>Coupon</u>	<u>Principal Maturity</u>	<u>Interest</u>	<u>Total Debt Service</u>
2019	2.500%	\$ -	\$ 1,637,394	\$ 1,637,394
2020	2.500%	-	1,637,394	1,637,394
2021	2.500%	-	1,637,394	1,637,394
2022	2.500%	835,000	1,626,956	2,461,956
2023	5.000%	870,000	1,594,769	2,464,769
2024	5.000%	915,000	1,550,144	2,465,144
2025	5.000%	975,000	1,502,894	2,477,894
2026	5.000%	1,010,000	1,453,269	2,463,269
2027	5.000%	1,060,000	1,401,519	2,461,519
2028	5.000%	1,115,000	1,347,144	2,462,144
2029	5.000%	1,170,000	1,290,019	2,460,019
2030	3.375%	1,220,000	1,240,181	2,460,181
2031	3.375%	1,265,000	1,198,247	2,463,247
2032	5.000%	1,320,000	1,143,900	2,463,900
2033	5.000%	1,385,000	1,076,275	2,461,275
2034	5.000%	1,455,000	1,005,275	2,460,275
2035	5.000%	1,530,000	930,650	2,460,650
2036	5.000%	1,610,000	852,150	2,462,150
2037	5.000%	1,695,000	769,525	2,464,525
2038	5.000%	1,780,000	682,650	2,462,650
2039	5.000%	1,870,000	591,400	2,461,400
2040	5.000%	1,965,000	495,525	2,460,525
2041	4.000%	2,055,000	405,300	2,460,300
2042	4.000%	2,140,000	321,400	2,461,400
2043	4.000%	2,230,000	234,000	2,464,000
2044	4.000%	2,320,000	143,000	2,463,000
2045	4.000%	2,415,000	48,300	2,463,300
Total		<u>\$ 36,205,000</u>	<u>\$ 27,816,674</u>	<u>\$ 64,021,674</u>

SUPPLEMENTAL INFORMATION

**DELAWARE COUNTY REGIONAL WATER QUALITY
CONTROL AUTHORITY**

**SCHEDULE OF DEBT SERVICE
SEWER REVENUE BONDS, 2016 SERIES**

Year Ending December 31,	Coupon	Principal Maturity	Interest	Total Debt Service
2019		\$ -	\$ 2,597,200	\$ 2,597,200
2020		-	2,597,200	2,597,200
2021		-	2,597,200	2,597,200
2022	5.00%	1,185,000	2,597,200	3,782,200
2023	5.00%	1,245,000	2,537,950	3,782,950
2024	5.00%	1,305,000	2,475,700	3,780,700
2025	5.00%	1,370,000	2,410,450	3,780,450
2026	5.00%	1,440,000	2,341,950	3,781,950
2027	5.00%	1,515,000	2,269,950	3,784,950
2028	5.00%	1,585,000	2,194,200	3,779,200
2029	5.00%	1,670,000	2,114,950	3,784,950
2030	5.00%	1,755,000	2,031,450	3,786,450
2031	5.00%	1,835,000	1,943,700	3,778,700
2032	5.00%	1,930,000	1,851,950	3,781,950
2033	5.00%	2,025,000	1,755,450	3,780,450
2034	5.00%	2,125,000	1,654,200	3,779,200
2035	4.00%	2,230,000	1,547,950	3,777,950
2036	4.00%	2,325,000	1,458,750	3,783,750
2037	5.00%	2,170,000	1,365,750	3,535,750
2038	5.00%	2,280,000	1,257,250	3,537,250
2039	5.00%	2,395,000	1,143,250	3,538,250
2040	5.00%	2,515,000	1,023,500	3,538,500
2041	5.00%	2,640,000	897,750	3,537,750
2042	5.00%	2,770,000	765,750	3,535,750
2043	5.00%	2,910,000	627,250	3,537,250
2044	5.00%	3,055,000	481,750	3,536,750
2045	5.00%	3,210,000	329,000	3,539,000
2046	5.00%	3,370,000	168,500	3,538,500
Total		<u>\$ 52,855,000</u>	<u>\$ 47,037,150</u>	<u>\$ 99,892,150</u>

SUPPLEMENTAL INFORMATION

**DELAWARE COUNTY REGIONAL WATER QUALITY
CONTROL AUTHORITY**

**SCHEDULE OF DEBT SERVICE
SEWER REVENUE BONDS, 2017 SERIES**

<u>Year Ending December 31</u>	<u>Coupon</u>	<u>Principal Maturity</u>	<u>Interest</u>	<u>Total Debt Service</u>
2019	5.00%	\$ -	\$ 1,613,750	\$ 1,613,750
2020	5.00%	-	1,613,750	1,613,750
2021	5.00%	-	1,613,750	1,613,750
2022	5.00%	965,000	1,589,625	2,554,625
2023	5.00%	1,005,000	1,540,375	2,545,375
2024	5.00%	1,065,000	1,488,625	2,553,625
2025	5.00%	1,115,000	1,434,125	2,549,125
2026	5.00%	2,935,000	1,332,875	4,267,875
2027	5.00%	3,080,000	1,182,500	4,262,500
2028	5.00%	3,240,000	1,024,500	4,264,500
2029	5.00%	3,405,000	858,375	4,263,375
2030	5.00%	3,580,000	683,750	4,263,750
2031	5.00%	3,765,000	500,125	4,265,125
2032	5.00%	3,960,000	307,000	4,267,000
2033	5.00%	4,160,000	104,000	4,264,000
Total		<u>\$ 32,275,000</u>	<u>\$ 16,887,125</u>	<u>\$ 49,162,125</u>

SUPPLEMENTAL INFORMATION

DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY

SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS
TRUST FUNDS ESTABLISHED UNDER AN INDENTURE DATED JULY 15, 2001
AND TOTAL CASH AND INVESTMENTS
FOR THE YEAR ENDED DECEMBER 31, 2018

	Renewal and Replacement Fund	Rate Stabilization Fund	LTCP East Escrow	Revenue Fund	Sewer Reserve Fund	Debt Service Fund	Sewer Repair and Replacement Fund	Debt Service Reserve Fund	2015 Construction Fund	2016 Construction Fund	2013 Bond Refunding Escrow Fund	Total
Balances - January 1, 2018	\$ 38,482,027	\$ 8,679,357	\$ 1,431,071	\$ 18,153,773	\$ 2,952,177	\$ 2,220,700	\$ 3,398,388	\$ 11,023,245	\$ 17,575,834	\$ 38,489,359	\$ 7,306	\$ 142,405,931
Receipts:												
Customer revenue	-	-	-	64,336,066	-	-	-	-	-	-	-	64,336,066
Edgmont escrow reimbursement	-	-	-	412,288	-	-	-	-	-	-	-	412,288
SWCA & MTSA payoff decommissioning	-	-	-	-	-	-	-	-	-	-	-	-
Transfers from Operating account	-	-	-	-	-	-	-	-	-	-	-	-
Transfers from other trust funds	2,100,000	-	-	-	-	11,220,864	240,000	-	-	-	-	13,560,864
Loan proceeds	-	-	-	-	-	-	-	-	-	-	-	-
Investment income	516,405	145,919	9,230	248,945	48,381	61,702	43,574	156,934	254,709	599,033	-	2,084,832
Total receipts	<u>2,616,405</u>	<u>145,919</u>	<u>9,230</u>	<u>64,997,299</u>	<u>48,381</u>	<u>11,282,566</u>	<u>283,574</u>	<u>156,934</u>	<u>254,709</u>	<u>599,033</u>	<u>-</u>	<u>80,394,050</u>
Disbursements:												
Requisitions	3,913,151	-	-	42,541,825	-	-	-	-	13,967,926	18,748,439	-	79,171,341
Transfers to other trust funds	412,288	-	-	13,560,864	-	-	-	-	-	-	-	13,973,152
Bond refunding	-	-	-	-	-	-	-	-	-	-	-	-
Bond refunding expense	-	-	-	-	-	-	-	-	-	-	7,306	7,306
Debt service payments:												
Principal	-	-	-	479,927	-	4,115,000	-	-	-	-	-	4,594,927
Interest	-	-	-	72,649	-	6,777,506	-	-	-	-	-	6,850,155
Total disbursements	<u>4,325,439</u>	<u>-</u>	<u>-</u>	<u>56,655,265</u>	<u>-</u>	<u>10,892,506</u>	<u>-</u>	<u>-</u>	<u>13,967,926</u>	<u>18,748,439</u>	<u>7,306</u>	<u>104,596,881</u>
Balances - December 31, 2018	<u>\$ 36,772,993</u>	<u>\$ 8,825,276</u>	<u>\$ 1,440,301</u>	<u>\$ 26,495,807</u>	<u>\$ 3,000,558</u>	<u>\$ 2,610,780</u>	<u>\$ 3,681,962</u>	<u>\$ 11,180,179</u>	<u>\$ 3,862,617</u>	<u>\$ 20,339,953</u>	<u>\$ -</u>	<u>\$ 118,210,406</u>



CYNTHIA FRIZER LEITZELL, CPA
STELLA C. ECONOMIDIS, CPA

LEITZELL & ECONOMIDIS, PC
CERTIFIED PUBLIC ACCOUNTANTS

**INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING
AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL
STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS**

Board of Directors
Delaware County Regional Water Quality Control Authority
Chester, Pennsylvania

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 financial statements of the Delaware County Regional Water Quality Control Authority ("DELCORA"), as of and for the year ended December 31, 2018, and the related notes to the financial statements, which collectively comprise the Delaware County Regional Water Quality Control Authority's basic financial statements, and have issued our report thereon dated March 28, 2019.

Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Delaware County Regional Water Quality Control Authority'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 financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Delaware County Regional Water Quality Control Authority's internal control. Accordingly, we do not express an opinion on the effectiveness of the Delaware County Regional Water Quality Control Authority'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 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. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Delaware County Regional Water Quality Control Authority's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

A handwritten signature in black ink that reads "Leitzell & Economidis PC". The signature is written in a cursive, flowing style.

Leitzell & Economidis, PC
Media, Pennsylvania

March 28, 2019