

Capital Region Water

Financial Statements and Required
Supplementary Information and
Supplementary Information

Year Ended December 31, 2018 with
Independent Auditor's Report

MaherDuessel
Certified Public Accountants

Pittsburgh | Harrisburg | Butler

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CAPITAL REGION WATER

YEAR ENDED DECEMBER 31, 2018

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Independent Auditor's Report

Members of the Board of Directors
Capital Region Water

Report on the Financial Statements

We have audited the accompanying financial statements of Capital Region Water (CRW) as of and for the year ended December 31, 2018, and the related notes to the financial statements, which collectively comprise CRW's basic 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 audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the 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.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of CRW as of December 31, 2018, and the changes in its financial position and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Change in Accounting Principle

As discussed in Note 1 to the financial statements, the Authority adopted new accounting guidance, Governmental Accounting Standards Board (GASB) Statement No. 75, "*Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions.*" Our opinion is not modified with respect to this matter.

Other Matters

Required Supplementary Information

Management has omitted the management's discussion and analysis that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing 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. Our opinion on the basic financial statements is not affected by this missing information.

Accounting principles generally accepted in the United States of America require that the historical pension plan and postemployment benefits plan information on pages 36 through 41 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 audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise CRW's basic financial statements. The combining schedules are presented for purposes of additional analysis and are not a required part of the basic financial statements. The Schedule of Expenditures of Federal Awards is presented for the purposes of additional analysis as required by Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, and is also not a required part of the basic financial statements.

The combining schedules and the Schedule of Expenditures of Federal Awards 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 audit 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 combining schedules and the Schedule of Expenditures of Federal Awards are 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 September 25, 2019, on our consideration of CRW'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 the effectiveness of CRW's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering CRW's internal control over financial reporting and compliance.

Maher Duessel

Harrisburg, Pennsylvania
September 25, 2019

CAPITAL REGION WATER

BALANCE SHEET

DECEMBER 31, 2018

Assets and Deferred Outflows of Resources

Assets:

Current assets:

| | |
|--|---------------|
| Cash and cash equivalents | \$ 48,169,716 |
| Accounts receivable, net of allowance for uncollectible accounts of \$5,914,774 | 10,001,747 |
| Grants receivable | 905,431 |
| Due from the City of Harrisburg | 3,686,285 |
| Prepaid expenses | 403,089 |
| Inventory | 347,960 |

Total current assets 63,514,228

Restricted assets:

| | |
|--|------------|
| Cash and cash equivalents - restricted under trust indentures and guarantee agreement | 19,430,292 |
| Investments - restricted under trust indentures | 19,433,058 |

Total restricted assets 38,863,350

Noncurrent assets:

| | |
|---|-------------|
| Capital assets, not being depreciated | 16,946,141 |
| Capital assets, net of accumulated depreciation of \$128,988,007 | 160,175,578 |
| Net pension asset | 1,009,658 |

Total noncurrent assets 178,131,377

Total Assets 280,508,955

Deferred Outflows of Resources:

| | |
|---|-----------|
| Deferred loss on refunding | 7,877,263 |
| Deferred outflows of resources for other postemployment benefits | 77,533 |
| Deferred outflows of resources for pension | 651,522 |

Total Deferred Outflows of Resources 8,606,318

Total Assets and Deferred Outflows of Resources

\$ 289,115,273

**Liabilities, Deferred Inflows of Resources,
and Net Position**

Liabilities:

Current liabilities:

| | |
|--|--------------|
| Accounts payable and accrued liabilities | \$ 7,385,010 |
| Current portion of compensated absences | 213,861 |
| Unearned revenue | 207,084 |
| Due to the City of Harrisburg | 4,303,897 |
| Total current liabilities | 12,109,852 |

Liabilities payable from restricted assets:

| | |
|--|------------|
| Accrued interest payable | 3,313,707 |
| Current portion of notes payable | 1,393,164 |
| Current portion of bonds payable | 6,275,000 |
| Total liabilities payable from restricted assets | 10,981,871 |

Noncurrent liabilities:

| | |
|---|-------------|
| Compensated absences | 284,999 |
| Due to the City of Harrisburg | 949,921 |
| Notes payable | 26,395,126 |
| Bonds outstanding, plus premiums of \$19,865,085 | 159,495,085 |
| Total other postemployment benefit liability | 1,252,934 |
| Total noncurrent liabilities | 188,378,065 |
| Total Liabilities | 211,469,788 |

Deferred Inflows of Resources:

| | |
|---|-----------|
| Deferred inflows of resources for other postemployment benefits | 98,504 |
| Deferred inflows of resources for pension | 1,374,090 |
| Total Deferred Inflows of Resources | 1,472,594 |

Net Position:

| | |
|----------------------------------|------------|
| Net investment in capital assets | 21,198,799 |
| Restricted: | |
| Guarantee agreement | 250,000 |
| Water operations | 30,368,620 |
| Sewer operations | 23,734,369 |
| Unrestricted | 621,103 |
| Total Net Position | 76,172,891 |

Total Liabilities, Deferred Inflows of Resources, and Net Position

\$ 289,115,273

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

CAPITAL REGION WATER

STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION

YEAR ENDED DECEMBER 31, 2018

Operating Revenues:

| | |
|--------------------------|-------------------|
| User charges | \$ 44,895,271 |
| Total operating revenues | <u>44,895,271</u> |

Operating Expenses:

| | |
|--------------------------|-------------------|
| Operating | 13,894,496 |
| Administrative | 5,293,225 |
| Depreciation | <u>5,394,021</u> |
| Total operating expenses | <u>24,581,742</u> |

Operating Income 20,313,529

Non-Operating Revenues (Expenses):

| | |
|---|--------------------|
| Investment income | 568,004 |
| Grant revenue | 1,502,468 |
| Gain on sale of easements | 4,838,927 |
| Miscellaneous expense | (180,383) |
| Interest expense | <u>(6,812,458)</u> |
| Total non-operating revenues (expenses) | <u>(83,442)</u> |

Change in Net Position 20,230,087

Net Position:

| | |
|------------------------------|-----------------------------|
| Beginning of year - restated | <u>55,942,804</u> |
| End of year | <u><u>\$ 76,172,891</u></u> |

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

CAPITAL REGION WATER

STATEMENT OF CASH FLOWS

YEAR ENDED DECEMBER 31, 2018

Cash Flows From Operating Activities:

| | |
|---|-------------------|
| Receipts from customers and users | \$ 44,873,425 |
| Payments to employees | (7,438,331) |
| Payments to suppliers | (11,058,222) |
| Net cash provided by operating activities | <u>26,376,872</u> |

Cash Flows From Investing Activities:

| | |
|---|----------------|
| Sales of investments, net | 25,795 |
| Investment income received | 673,719 |
| Net cash provided by investing activities | <u>699,514</u> |

Cash Flows From Capital and Related Financing Activities:

| | |
|---|---------------------|
| Proceeds from debt issuance | 71,231,168 |
| Payment of debt issuance costs | (601,629) |
| Acquisition and construction of capital assets | (21,259,098) |
| Interest paid | (8,712,057) |
| Principal paid on long-term debt | (6,684,243) |
| Payment to bond escrow agent | (65,720,000) |
| Intergovernmental revenue | 258,661 |
| Proceeds from sale of easements | 4,838,927 |
| Net cash used in capital and related financing activities | <u>(26,648,271)</u> |
| Increase in Cash and Cash Equivalents | 428,115 |

Cash and Cash Equivalents:

| | |
|-------------------|----------------------|
| Beginning of year | <u>67,171,893</u> |
| End of year | <u>\$ 67,600,008</u> |

Reconciliation of Operating Income to Net

Cash Provided by Operating Activities:

| | |
|---|----------------------|
| Operating income | \$ 20,313,529 |
| Adjustments to reconcile operating income to net cash provided by operating activities: | |
| Depreciation | 5,394,021 |
| Amortization of deferred outflows and deferred inflows | 195,798 |
| Miscellaneous nonoperating expense | (180,383) |
| Decrease in accounts receivable | 641,084 |
| Increase in due from the City of Harrisburg | (703,025) |
| Increase in prepaid expenses | (72,525) |
| Decrease in inventory | 127,829 |
| Increase in net pension asset | (1,009,658) |
| Increase in deferred outflows of resources for total other postemployment benefit liability | (64,661) |
| Decrease in deferred outflows of resources for pensions | 546,736 |
| Decrease in accounts payable and accrued liabilities | (209,178) |
| Increase in due to the City of Harrisburg | 1,118,360 |
| Decrease in compensated absences | (917) |
| Increase in total other postemployment benefit liability | 46,510 |
| Decrease in net pension liability | (436,911) |
| Increase in deferred inflows of resources for total other postemployment benefit liability | 88,654 |
| Increase in deferred inflows of resources for pensions | 581,609 |
| Net cash provided by operating activities | <u>\$ 26,376,872</u> |

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

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

1. Summary of Significant Accounting Policies

The Harrisburg Sewerage Authority (Sewerage Authority) was incorporated June 3, 1957, under the provisions of the Municipality Authorities Act of 1945. On December 1, 1987, the Sewerage Authority's Articles of Incorporation were amended to change its name to the Harrisburg Water and Sewer Authority (Water Authority). On January 30, 1990, the Water Authority filed Articles of Amendment with the Pennsylvania Department of State to change its name to The Harrisburg Authority (Authority), also broadening its purpose and extending the term of its existence. In March 2014, the Authority filed Articles of Amendment with the Pennsylvania Department of State to change its name to Capital Region Water (CRW). The purpose of CRW is, among other things, to engage in public works projects relating to the ownership and operation of the water system and wastewater treatment and conveyance systems.

CRW has evaluated organizations, activities, and functions that should be included in CRW's financial statements. The basic criteria considered in making this determination include appointment of the Board of Directors, financial interdependence, and potential to provide specific financial benefits to, or impose specific financial burdens. CRW has not identified any entities that should be subject to evaluation for inclusion in CRW's reporting entity.

The City of Harrisburg (City) appoints CRW's Board of Directors (Board). However, the City bears no financial benefit or burden for CRW, and is not financially accountable for CRW. Therefore, the City does not include CRW in its financial statements as a component unit.

Basis of Presentation

All activities of CRW are accounted for within a single proprietary (enterprise) fund. Proprietary funds are used to account for activities similar to those found in the private sector where the determination of net income is necessary for sound financial administration. Costs of construction, debt reduction, and CRW administration are financed or recovered through user charges, administration charges, and income on investments held by CRW.

Proprietary funds distinguish operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues of CRW are charges for water and wastewater treatment and conveyance systems services. Operating expenses include the cost of sales and services,

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

Basis of Accounting

CRW's financial statements are presented using the accrual method of accounting, under which revenues are recorded in the period that they are earned and expenses are recorded when the liability is incurred. CRW follows the accounting and financial reporting standards issued by the Governmental Accounting Standards Board (GASB).

The accounting and financial reporting treatment applied to CRW is determined by its measurement focus. The transactions of CRW are accounted for on a flow of economic resources measurement focus. With this measurement focus, all assets, deferred outflows of resources, liabilities, and deferred inflows of resources associated with the operations are included on the balance sheet. Net position (i.e., total assets and deferred outflows of resources net of total liabilities and deferred inflows of resources) is segregated into "Net investment in capital assets"; "Restricted for" various purposes; and "Unrestricted" components.

Cash and Cash Equivalents

For the purposes of the statement of cash flows, CRW considers all highly liquid instruments with original maturities of three months or less to be cash equivalents.

Investments

CRW accounts for investments at fair value. CRW categorizes its fair value measurements within the fair value hierarchy established by accounting principles generally accepted in the United States of America. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted market prices in active markets for identical assets. Level 2 inputs are significant other observable inputs. Level 3 inputs are significant unobservable inputs.

Restricted Assets

Certain proceeds of revenue bonds, as well as certain resources set aside for their repayment, are classified as restricted assets on the balance sheet because their use is limited by applicable trust indentures or other agreements.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

Capital Assets

Capital assets in service and construction in progress are carried at cost, if purchased or constructed. Assets acquired through contributions from developers or other customers are capitalized at their acquisition value at the date of donation. Acquisition value is the price that CRW would have paid to acquire an asset with equivalent service potential in an orderly market transaction at the acquisition date. Utility systems acquired from other governmental service providers are recorded at the purchase price, limited to fair value. Costs of studies that directly result in specific projects are capitalized. Capital assets are defined by CRW as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of one year.

Maintenance and repairs, which do not significantly extend the value or life of property, plant, and equipment, are expensed as incurred.

Major outlays for capital assets and improvements are capitalized as projects are constructed. During the year ended December 31, 2018, interest expense of \$938,820, incurred during the construction phase of capital assets, is included as part of the capitalized value of the assets being constructed.

Depreciation expense for the Water Segment assets acquired prior to 1992 is calculated using a 2% annual rate. For acquisitions subsequent to this date, capital assets are depreciated using the straight-line method, over the estimated useful lives, as follows:

| | |
|-------------------------------------|----------------|
| Land improvements | 25 years |
| Water mains and related accessories | 75 years |
| Water meter equipment | 25 years |
| Buildings | 50 years |
| Office equipment | 5 to 20 years |
| Office furnishings | 15 years |
| Operating equipment | 10 to 50 years |
| Vehicles | 7 years |

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

Capital assets transferred to the Sewer Segment from the City, as part of the transition agreement (as further discussed in Note 4), are depreciated using the straight-line method, over the estimated useful lives, as follows:

| | |
|-------------------------------------|-----------------|
| Land improvements | 30 to 40 years |
| Sewer mains and related accessories | 40 to 100 years |
| Buildings and improvements | 8 to 100 years |
| Infrastructure | 50 to 110 years |
| Office equipment and furniture | 5 to 15 years |
| Operating equipment | 5 to 75 years |
| Vehicles | 5 to 10 years |

Debt Financing Costs

Discounts/premiums are being amortized over the respective life of each bond issue using the effective interest rate method. Losses on debt refundings are deferred and are being amortized as a component of interest expense over the remaining life of the old debt or the life of the new debt, whichever is shorter. On the balance sheet, deferred losses on refundings are reported as deferred outflows of resources, and the unamortized discounts/premiums are reported as a reduction/addition from the outstanding bonds.

Unearned Revenue

Unearned revenue includes grant proceeds that have not been used for their intended purpose.

Net Position

Net position comprises the various net earnings from operating and non-operating revenues, expenses, and contributions of capital. Net position is classified in the following three components: Net investment in capital assets, restricted for various purposes, and unrestricted net position. Net investment in capital assets, consists of all capital assets, net of accumulated depreciation and reduced by outstanding debt that is attributable to the acquisition, construction, and improvement of those assets. Deferred outflows of resources that are attributable to the acquisition, construction, or improvement of those assets or related debt and are also included in net investment of capital assets. Debt related to unspent proceeds or other restricted cash and investments is excluded from the determination. Restricted for various purposes consists of net position for which constraints are placed thereon by external parties, such as lenders, grantors, contributors, laws,

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

regulations and enabling legislation, including self-imposed legal mandates, less any related liabilities. Unrestricted consists of all other net position not included in the above categories.

Restricted Resources

When both restricted and unrestricted resources are available for use, it is CRW's policy to use restricted resources first, then unrestricted resources as they are needed.

Use of Estimates

Management of CRW has made a number of estimates and assumptions relating to the reporting of amounts and disclosures in order to prepare the financial statements in conformity with accounting principles generally accepted in the United States of America. Actual results could differ from those estimates.

Adoption of GASB Statement

GASB Statement No. 75, "Accounting and Financial Reporting for Postemployment Benefits Other Than Pension," was adopted for the year ended December 31, 2018 by CRW. This Statement revises and establishes reporting requirements for most governments that provide other postemployment benefits (OPEB) to their employees. As a result of this implementation CRW's net position was restated as follows:

| | | |
|---|----|--------------------|
| Net position at January 1, 2018 - as originally stated | \$ | 56,815,546 |
| Remove net OPEB liability at January 1, 2018 | | 326,906 |
| Record deferred outflows related to total OPEB liability at January 1, 2018 | | 6,776 |
| Record total OPEB liability at January 1, 2018 | | <u>(1,206,424)</u> |
| Net position at January 1, 2018 - restated | \$ | <u>55,942,804</u> |

Pending GASB Pronouncements

In June of 2017, the GASB issued Statement No. 87, "Leases." This Statement improves the accounting and financial reporting for leases. The provisions of GASB Statement No. 87 are effective for CRW's December 31, 2020 financial statements.

In March of 2018, the GASB issued Statement No. 88, "Certain Disclosures Related to Debt, Including Direct Borrowings and Direct Placements." This Statement improves the

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

information that is disclosed in the notes to government financial statements related to debt, including direct borrowings and direct placements. It also clarifies which liabilities governments should include when disclosing information related to debt. The provisions of GASB Statement No. 88 are effective for CRW's December 31, 2019 financial statements.

In June of 2018, the GASB issued Statement No. 89, "*Accounting for Interest Cost Incurred Before the End of a Construction Period.*" This Statement improves financial reporting by providing users of financial statements with more relevant information about capital assets and the cost of borrowing for a reporting period. The resulting information also will enhance the comparability of information about capital assets and the cost of borrowing for a reporting period for both governmental activities and business-type activities. The provisions of GASB Statement No. 89 are effective for CRW's December 31, 2020 financial statements.

The effect of implementation of these Statements has not yet been determined.

2. Deposits and Investments

Pennsylvania Act 72 provides for investment of public funds in certain authorized investment types including U.S. Treasury bills; other short-term obligations of the U.S. and federal agencies; short-term commercial paper issued by a public corporation; banker's acceptance; general obligation bonds of the federal government, the Commonwealth of Pennsylvania or any state agency; insured or collateralized time deposits; and certificates of deposit. The statutes do not prescribe regulations related to demand deposits; however, they do allow the pooling of public funds for investment purposes.

CRW's permissible investments also include:

1. Negotiable certificates of deposit issued by a nationally or state-chartered bank, a federal or state savings and loan association, or a state-licensed branch of a foreign bank;
2. Shares of an investment company registered under the Investment Company Act of 1940 whose shares are registered under the Securities Act of 1933 and meet the following criteria:
 - a. The investments of the company are permissible investments of CRW;
 - b. The investment company is managed in accordance with 17 CFR 270.2a-7 (related to Securities Exchange Commission registered money market funds);
 - c. The investment company is rated AAAm or better by Standard & Poor's (S&P)

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

- Local government investment pools (LGIP), either state-administered or developed through intergovernmental agreement legislation, provided the local government investment pool restricts investments to CRW's permissible investments as previously noted and rates AAAM-G or better by S & P.

CRW's prohibited investments include any type of swap, derivative instrument, or stock of a corporation.

Deposits

The deposits of CRW at December 31, 2018 were as follows:

| | |
|--|-----------------------------|
| Cash and cash equivalents: | |
| Unrestricted | \$ 48,169,716 |
| Restricted under trust indentures and guarantee agreement | <u>19,430,292</u> |
| | <u><u>\$ 67,600,008</u></u> |

Custodial Credit Risk – Custodial credit risk is the risk that in the event of a bank failure, the government's deposits may not be returned to it. CRW's deposits, which may include certificates of deposit, must be covered by the federal depository insurance corporation (FDIC) or collateralized. Collateral for CRW's certificates of deposit must be held in the name of CRW. Short-term deposits, not collateralized under FDIC, are to be collateralized with securities held by a third-party in accordance with Act No. 72 of the 1971 Session of the Pennsylvania General Assembly (Act), in which financial institutions were granted the authority to secure deposits of public bodies by pledging a pool of assets, as defined in the Act, to cover all public funds deposited in excess of federal depository insurance limits. Acceptable collateral for CRW's bank deposits includes only obligations of the U. S. Government, its agencies, and government sponsored entities rated at least in the two highest categories by two nationally recognized statistical rating organizations. The collateral, which may consist of pooled collateral, must be marked to market no less than weekly, and CRW must receive monthly statements. As of December 31, 2018, CRW's book balance was \$67,600,008 and the bank balance was \$68,551,302. Of the bank balance, \$750,000 was covered by FDIC insurance and \$63,456,922 was collateralized under the Act, \$3,792,068 was collateralized with U.S. Government agency obligations, and \$552,312 was uncollateralized.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

Investments

The investments of CRW at December 31, 2018 were as follows:

| | |
|------------------------------------|----------------------|
| Restricted: | |
| Money market funds | \$ 15,581,590 |
| U.S. Government agency obligations | 1,395,560 |
| U.S. Government obligations | <u>2,455,908</u> |
| Total | <u>\$ 19,433,058</u> |

All investments are considered Level 1.

Custodial Credit Risk – Custodial credit risk is the risk that the counterparty to an investment transaction will fail and the government will not recover the value of the investment or collateral securities that are in possession of an outside party. CRW's policy is for cash equivalents to be invested in a local government investment program pool or money market funds. Investments in U.S. Treasury and U.S. government agency obligations are to be held by the financial institution in CRW's name. The financial institution must have a minimum capital equity balance of \$25 million and at least five years of operation. CRW's investment in money market funds are not exposed to custodial credit risk because the investments are not evidenced by securities in book entry or paper form. The remainder of CRW's investments are held by the counterparty's trust department or agent not in CRW's name for the benefit of and as security for the bondholders.

Concentration of Credit Risk - CRW permissible investments are restricted to avoid investment losses by a specific issuer. CRW has the following limits for both the type of investment and the maximum amount of an investment type for a particular issuer.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

| <u>Investment Type</u> | <u>Maximum Allocation (at time of purchase)</u> | <u>Maximum Investment per Issuer (at time of purchase)</u> |
|--|---|--|
| U.S. government securities | 100% | N/A |
| U.S. government agencies and instrumentalities | 100% | 50% |
| General obligation Pennsylvania municipal bonds | 10% | N/A |
| Bank certificates of deposit | 50% | 50% |
| Negotiable certificates of deposit | 30% | 10% |
| SEC-registered money market funds | 100% | N/A |
| Local government investment pools | 100% | N/A |

There are no investments that exceed the maximum allowable investment by issuer.

Credit Risk – CRW has a formal policy that would limit investment choices to only those types of investments previously noted. CRW's money market funds and fixed income investments had the following level of exposure to credit risk as of December 31, 2018:

| | <u>Fair (Contract) Value</u> | <u>Rating</u> |
|------------------------------------|----------------------------------|---------------|
| Money market funds | \$ 15,581,590 | AAA |
| U.S. Government agency obligations | 1,395,560 | AA+ |
| U.S. Government obligations | 2,455,908 | AAA |

Interest Rate Risk – CRW has a formal policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates. CRW's investments are to be diversified by limiting investments to avoid over concentration in securities from a specific issuer or business sector; limiting investments in securities that have higher credit risks; investing in securities with varying maturities; and continuously investing a portion of the portfolio in readily available funds such as LGIPs or money market funds to ensure that appropriate liquidity is maintained in order to meet ongoing obligations.

All of the Authority's investments mature in 2019.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

3. Capital Assets

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

| | Balance at January 1, 2018 | Additions/ Transfers In | Retirements/ Transfers Out | Balance at December 31, 2018 |
|---|----------------------------------|----------------------------|-------------------------------|------------------------------------|
| Capital assets, not being depreciated: | | | | |
| Land | \$ 361,421 | \$ - | \$ - | \$ 361,421 |
| Construction in progress | 6,279,111 | 19,381,518 | (9,075,909) | 16,584,720 |
| Total capital assets, not being depreciated | 6,640,532 | 19,381,518 | (9,075,909) | 16,946,141 |
| Capital assets, being depreciated: | | | | |
| Land improvements | 1,497,605 | 6,525 | - | 1,504,130 |
| Buildings and improvements | 119,507,559 | 2,741,264 | - | 122,248,823 |
| Furniture and fixtures | 928,013 | - | - | 928,013 |
| Machinery and equipment | 151,402,637 | 13,079,995 | (13) | 164,482,619 |
| Total capital assets, being depreciated | 273,335,814 | 15,827,784 | (13) | 289,163,585 |
| Less: accumulated depreciation | (123,593,986) | (5,394,021) | - | (128,988,007) |
| Total capital assets being depreciated, net | 149,741,828 | 10,433,763 | (13) | 160,175,578 |
| Total capital assets, net | \$ 156,382,360 | \$ 29,815,281 | \$ (9,075,922) | \$ 177,121,719 |

4. Due From/Due To the City

In November 2013, the CRW and the City entered into a transfer agreement related to the Sewer Collection System (transfer agreement) and a transition agreement related to the Water, Wastewater, and Stormwater Systems (transition agreement). In conjunction with the transfer and transition agreements, CRW and the City entered into a shared services agreement whereby the City agreed to perform certain services with respect to and for the benefit of the water system and combined sewer system and CRW agreed to perform certain services with respect to and for the benefit of the City's sanitation fund, Green Infrastructure Projects, and other initiatives. The services performed by the City under the shared services agreement relate to payment processing services, information technology services, operations and revenue services, and public works services. The services performed by CRW under the shared services agreement include revenue billing and collection functions for the City's sanitation fund including the implementation of a lockbox system. Each of these services, including the term of the services, is detailed in a shared services schedule incorporated into the shared services agreement. With the exception of services related to Green Infrastructure Projects, all shared services work was completed in December 2016.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

CRW and the City, in advance of performing the services, are to prepare a budget for the total cost of the services and the total cost is to be agreed upon by both parties. Within 60 days after the end of the term of each shared service, CRW and the City are to reconcile the actual costs of providing the services to the budgeted costs. Payments due to either CRW or the City are payable within 30 days of the finalization of the reconciliation.

Amounts due from/to the City consist of the following at December 31, 2018:

| | Water Segment | Sewer Segment | Admin Segment |
|--|-----------------------|-----------------------|-------------------|
| Due from City: | | | |
| Cash | \$ 250,760 | \$ 241,920 | \$ - |
| Investments - workers' compensation | - | 728,199 | - |
| Miscellaneous receivables | 58,735 | - | (28,249) |
| Due from City Capital Projects Fund | 90,332 | - | - |
| 2004 loan and duplicate transfers for payment of cash disbursements | - | 563,971 | - |
| ACH receipts | 94,128 | 30,838 | - |
| Credit card receipts | 7,084 | 3,850 | - |
| Shared services | - | - | 491,294 |
| Playground improvements | - | 681,948 | - |
| Disaster Grants | 105,693 | 365,782 | - |
| | <u>\$ 606,732</u> | <u>\$ 2,616,508</u> | <u>\$ 463,045</u> |
| Due to the City: | | | |
| Due to City General Fund | \$ (104,158) | \$ (1,071,309) | \$ - |
| Debit/credit transfer balances | (1,004,351) | (8,415) | - |
| Other postemployment benefit liabilities | (223,011) | (2,022,641) | - |
| Disputed accounts | (226,672) | (108,420) | - |
| Workers' compensation reserve | - | (102,252) | - |
| Utility refunds | - | (1,667) | - |
| Shared services | - | (380,922) | - |
| | <u>\$ (1,558,192)</u> | <u>\$ (3,695,626)</u> | <u>\$ -</u> |

Amounts due to the City include postemployment benefit liabilities paid by the City for water and sewer employees who retired prior to the transition agreement and an allocation of the City's future liability for such employees.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

5. Unearned Revenue

CRW had entered into a forward delivery investment agreement with a financial intermediary for the Water segment that resulted in an upfront payment of interest earned on amounts placed in the water debt service sinking fund. In exchange for a cash payment to CRW at the inception of the agreement totaling approximately \$1.765 million, the financial intermediary had the right, under the debt service forward delivery agreement, to invest the funds on hand in the sinking fund and retain the investment earnings. The amount received was recorded as unearned revenue in CRW's financial statements because the substance of this agreement effectively was to pay CRW currently for interest that normally would be earned in later years. A portion of the debt service forward delivery agreement was terminated with First Amendment to the Debt Service Forward Delivery Agreement effective April 2016 with the issuance of the 2016 Series A and Series B Water Revenue Refunding Bonds. As part of this refunding, CRW paid a \$401,000 termination fee. The termination fee, netted against the remaining unearned revenue, had been amortized over the remaining life of the agreement. The remaining unearned revenue was fully recognized during the year ended December 31, 2018.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

6. Long-Term Debt

CRW has issued various revenue serial and term bonds and notes to finance various projects and refundings. A schedule of CRW's bonds and notes outstanding at December 31, 2018 follows:

| | <u>Issue Amount</u> | <u>Maturity/ Mandatory Redemption</u> | <u>Interest Rates</u> | <u>Purpose</u> |
|------------------------------------|---------------------|---|-----------------------|---|
| 2018 Water Revenue Refunding Bonds | \$ 59,320,000 | 2025 - 2038 | 5.00% | 1) Currently refund the outstanding Water Revenue Bond, Series of 2008; 2) fund certain miscellaneous capital expenditures with respect to CRW's water system; 3) fund a debt service reserve fund; and 4) pay the costs of issuance of the 2018 Bonds. |
| 2017 Sewer Revenue Note | \$ 3,577,394 | 2018 - 2039 | 1.00% - 1.44% | Payment of, and reimbursement to CRW, for capital expenditures relating to CRW's wastewater treatment facility and various other projects. |
| 2017 Sewer System Revenue Bonds | \$ 43,915,000 | 2018 - 2047 | 3.00% - 5.00% | 1) Currently refund the Sewer Revenue Bonds, Series B of 2014; 2) fund certain miscellaneous capital expenditures with respect to CRW's sewer system; 3) fund a debt service reserve fund; and 4) pay the costs of issuance of the 2017 Bonds. |

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

| | <u>Issue Amount</u> | <u>Mandatory Redemption</u> | <u>Interest Rates</u> | <u>Purpose</u> |
|---|---------------------|-----------------------------|-----------------------|---|
| 2016 Water Revenue Refunding Bonds Series A | \$ 49,735,000 | 2017 - 2029 | 2.00% - 5.00% | 1) Currently refund the Water Revenue Refunding Bonds, Series A of 2002, Variable Rate Water Revenue Refunding Bonds, Series B of 2002, and Variable Rate Water Revenue Refunding Bonds, Series C of 2002; 2) currently refund the Water Revenue Refunding Bonds, Series of 2004; 3) advance refund a portion of the Water Revenue Refunding Bonds, Series of 2008; 4) fund a debt service reserve fund; 5) pay the costs of insuring a portion of the Water Revenue Refunding Bonds, Series A of 2016; and 6) pay the costs of issuance of the 2016 Bonds. |
| 2015 Water System Improvement General Obligation Note | \$ 5,600,000 | 2017 - 2036 | 1.00% | Provide an enhanced geographic information system, restore reliability in the supervisory control and data acquisition system, and install a new water main and associated appurtenances. |
| 2014 Sewer Revenue Note Series C | \$ 21,500,000 | 2014 - 2037 | 1.00% - 1.275% | Payment of, and reimbursement to CRW for, certain capital expenditures including those related to engineering, design, and construction of improvements to CRW's wastewater treatment facility and various expenditures relating to CRW's long-term control plan, and CRW's geographic information system project. |
| 2009 Sewer Revenue Note | \$ 1,880,000 | 2011 - 2031 | 1.27% - 2.55% | Finance capital improvements and replacements to CRW's wastewater treatment facility. |

CAPITAL REGION WATER
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2018

The following table presents annual principal and interest payments for long-term debt outstanding at December 31, 2018:

| | <u>2019</u> | <u>2020</u> | <u>2021</u> | <u>2022</u> |
|--|----------------------|----------------------|----------------------|----------------------|
| Bonds outstanding: | | | | |
| Water Revenue Bonds: | | | | |
| Series of 2018 | \$ 2,966,000 | \$ 2,966,000 | \$ 2,966,000 | \$ 2,966,000 |
| Series A of 2016 | 7,714,000 | 7,716,000 | 7,713,500 | 7,712,250 |
| Sewer Revenue Bonds: | | | | |
| Series of 2017 | 2,845,050 | 2,851,450 | 2,848,950 | 2,848,250 |
| Total principal and interest, bonds | <u>\$ 13,525,050</u> | <u>\$ 13,533,450</u> | <u>\$ 13,528,450</u> | <u>\$ 13,526,500</u> |
| Less: | | | | |
| Interest | | | | |
| Plus: | | | | |
| Unamortized premium | | | | |
| Total bonds outstanding, net of discount | | | | |
| Notes payable: | | | | |
| Water System Improvement General Obligation Note, Series of 2015 | \$ 309,049 | \$ 309,049 | \$ 309,049 | \$ 309,049 |
| Sewer Revenue Notes: | | | | |
| Series of 2017 | 70,778 | 197,426 | 197,426 | 197,426 |
| Series C of 2014 | 1,186,527 | 1,186,527 | 1,186,527 | 1,208,648 |
| Series of 2009 | 114,120 | 114,120 | 114,120 | 114,120 |
| Total principal and interest, notes | <u>\$ 1,680,474</u> | <u>\$ 1,807,122</u> | <u>\$ 1,807,122</u> | <u>\$ 1,829,243</u> |
| Less: | | | | |
| Interest | | | | |
| Total notes payable | | | | |

| <u>2023</u> | <u>2024 to 2028</u> | <u>2029 to 2033</u> | <u>2034 to 2038</u> | <u>2039 to 2043</u> | <u>2044 to 2047</u> | <u>Total</u> |
|----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|-----------------------|
| \$ 2,966,000 | \$ 38,263,000 | \$ 34,920,250 | \$ 4,926,000 | \$ - | \$ - | \$ 92,939,250 |
| 7,715,750 | 8,495,000 | 6,284,250 | - | - | - | 53,350,750 |
| <u>2,853,250</u> | <u>14,254,750</u> | <u>14,240,250</u> | <u>14,245,000</u> | <u>14,243,500</u> | <u>11,404,500</u> | <u>82,634,950</u> |
| <u>\$ 13,535,000</u> | <u>\$ 61,012,750</u> | <u>\$ 55,444,750</u> | <u>\$ 19,171,000</u> | <u>\$ 14,243,500</u> | <u>\$ 11,404,500</u> | <u>228,924,950</u> |
| | | | | | | 83,019,950 |
| | | | | | | <u>(19,865,085)</u> |
| | | | | | | <u>\$ 165,770,085</u> |
| \$ 309,049 | \$ 1,545,245 | \$ 1,493,359 | \$ - | \$ - | \$ - | \$ 4,583,849 |
| 197,426 | 1,014,671 | 1,019,530 | 260,711 | - | - | 3,155,394 |
| 1,210,660 | 6,053,300 | 6,053,299 | 3,721,876 | - | - | 21,807,364 |
| <u>114,120</u> | <u>570,596</u> | <u>69,696</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>1,210,892</u> |
| <u>\$ 1,831,255</u> | <u>\$ 9,183,812</u> | <u>\$ 8,635,884</u> | <u>\$ 3,982,587</u> | <u>\$ -</u> | <u>\$ -</u> | <u>30,757,499</u> |
| | | | | | | 2,969,209 |
| | | | | | | <u>\$ 27,788,290</u> |

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

Long-term liability activity for the year ended December 31, 2018 was as follows:

| | Beginning Balance at January 1, 2018 | Additions | Amortization | Reductions | Ending Balance at December 31, 2018 | Amounts Due Within One Year |
|--------------------------------|--|----------------------|-----------------------|------------------------|---|-----------------------------------|
| Notes payable | \$ 26,256,406 | \$ 2,856,127 | \$ - | \$ (1,324,243) | \$ 27,788,290 | \$ 1,393,164 |
| Bonds payable | 157,665,000 | 59,320,000 | - | (71,080,000) | 145,905,000 | 6,275,000 |
| Compensated absences | 499,777 | 650,430 | - | (651,347) | 498,860 | 213,861 |
| Total long-term liabilities | 184,421,183 | 62,826,557 | - | (73,055,590) | 174,192,150 | 7,882,025 |
| Plus: | | | | | | |
| Unamortized premium | 11,905,192 | 9,055,041 | (1,704,066) | 608,918 | 19,865,085 | - |
| | <u>\$ 196,326,375</u> | <u>\$ 71,881,598</u> | <u>\$ (1,704,066)</u> | <u>\$ (72,446,672)</u> | <u>\$ 194,057,235</u> | <u>\$ 7,882,025</u> |

In November 2018, CRW entered into a Sewer Revenue Note with PennVest for \$11,136,900 to fund the Front Street Pump Station Upgrade Project. No amounts had been drawn down under this note at December 31, 2018.

7. Segment Information

CRW supports two separate segments. The Water Segment accounts for the provision of basic water service to customers of the Harrisburg Water System. The Sewer Segment accounts for the provision of wastewater collection, conveyance, and treatment to customers of the Harrisburg Wastewater System. Selected segment information as of and for the year ended December 31, 2018 is as follows:

CAPITAL REGION WATER
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2018

| CONDENSED BALANCE SHEET | Water Segment | Sewer Segment |
|---|-----------------------|-----------------------|
| Assets: | | |
| Current assets: | | |
| Other current assets | \$ 29,346,069 | \$ 28,196,551 |
| Due from the City of Harrisburg | 606,732 | 2,616,508 |
| Due from other funds | 958,753 | 795,658 |
| Total current assets | 30,911,554 | 31,608,717 |
| Restricted assets | 22,882,035 | 15,731,315 |
| Capital assets | 67,001,301 | 109,852,867 |
| Noncurrent assets | 293,407 | 379,732 |
| Total Assets | 121,088,297 | 157,572,631 |
| Deferred Outflows of Resources | 8,093,276 | 243,210 |
| Total Assets and Deferred Outflows of Resources | \$ 129,181,573 | \$ 157,815,841 |
| Liabilities: | | |
| Current liabilities: | | |
| Other current liabilities | \$ 1,864,222 | \$ 5,731,565 |
| Due to the City of Harrisburg | 1,431,930 | 2,871,967 |
| Total current liabilities | 3,296,152 | 8,603,532 |
| Liabilities payable from restricted assets | 8,169,093 | 2,812,778 |
| Due to the City of Harrisburg | 126,262 | 823,659 |
| Noncurrent liabilities | 116,121,408 | 71,066,943 |
| Total Liabilities | 127,712,915 | 83,306,912 |
| Deferred Inflows of Resources | 399,802 | 543,548 |
| Net Position: | | |
| Net investment in capital assets | (29,299,764) | 50,231,012 |
| Restricted | 3,448,026 | 2,093,425 |
| Unrestricted | 26,920,594 | 21,640,944 |
| Total Net Position | 1,068,856 | 73,965,381 |
| Total Liabilities, Deferred Inflows of Resources, and Net Position | \$ 129,181,573 | \$ 157,815,841 |
| CONDENSED STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION | | |
| Operating revenues | \$ 25,090,291 | \$ 19,804,980 |
| Operating expenses: | | |
| Operating | 5,660,299 | 8,234,197 |
| Administration | 2,569,403 | 2,683,726 |
| Depreciation | 2,431,563 | 2,915,269 |
| Total operating expenses | 10,661,265 | 13,833,192 |
| Operating Income | 14,429,026 | 5,971,788 |
| Non-operating revenues (expenses): | | |
| Investment income | 318,323 | 237,739 |
| Grant revenue | 338,376 | 1,164,092 |
| Gain on sale of easements | 4,838,927 | - |
| Miscellaneous income (expense) | (239,369) | 18,891 |
| Interest expense | (5,677,325) | (1,135,133) |
| Total non-operating revenues (expenses) | (421,068) | 285,589 |
| Change in Net Position | 14,007,958 | 6,257,377 |
| Net position - January 1, 2018 - Restated | (12,939,102) | 67,708,004 |
| Net position - December 31, 2018 | \$ 1,068,856 | \$ 73,965,381 |

CAPITAL REGION WATER
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2018

| CONDENSED STATEMENT OF CASH FLOWS | Water Segment | Sewer Segment |
|---|----------------------|----------------------|
| Net cash provided by operating activities | \$ 17,074,212 | \$ 8,503,868 |
| Net cash provided by investing activities | 449,833 | 237,739 |
| Net cash used in capital and related financing activities | <u>(10,121,505)</u> | <u>(16,526,766)</u> |
| | | |
| Increase (decrease) in cash and cash equivalents | 7,402,540 | (7,785,159) |
| | | |
| Cash and cash equivalents, January 1, 2018 | <u>20,554,046</u> | <u>44,964,255</u> |
| | | |
| Cash and cash equivalents, December 31, 2018 | <u>\$ 27,956,586</u> | <u>\$ 37,179,096</u> |

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

8. Commitments and Contingencies

CRW is involved in several lawsuits in the normal course of business. It is the opinion of management that any liabilities resulting from these proceedings would not materially affect the financial position of CRW at December 31, 2018.

CRW had guaranteed a line-of-credit on behalf of the National Civil War Museum limited to \$250,000. In November 2014, the National Civil War Museum refinanced the line-of-credit to a term loan. The term loan is also guaranteed by a second lien on the collection of artifacts. As required by the agreement, CRW has placed \$250,000 in a separate account and this amount is included on the balance sheet as restricted cash and cash equivalents. In the event the Bank utilizes CRW's deposit to pay sums due under the term loan, the National Civil War Museum agrees to reimburse CRW by monthly depositing an amount equal to one thirty-sixth of the amount drawn from the account, together with interest calculated on the unpaid balance thereof at prime rate plus one percent. The term loan had an outstanding balance of \$391,979 at June 30, 2018.

CRW has entered into various construction and professional services contracts related to the construction of the various facilities. The outstanding commitment under these contracts at December 31, 2018, excluding amounts in accounts payable, was approximately \$40.4 million.

In April 2015, CRW amended its administrative office lease. The amendment extended the lease for a five-year period, beginning in September 2015. The lease may be renewed at the end of the five-year period, provided that CRW gives notice six months prior to the expiration of the initial five-year period. CRW expended approximately \$200,000 under this lease during the year ended December 31, 2018. Future obligations under the amended lease are:

| | | |
|------|----|----------------|
| 2019 | \$ | 203,785 |
| 2020 | | 136,882 |
| | | <hr/> |
| | \$ | <u>340,667</u> |

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

9. Risk Management

CRW is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; and natural disasters for which CRW carries commercial insurance. During the last three years, insurance settlements did not exceed insurance coverage.

10. Pension Plan

Plan Description

Pursuant to a transition agreement, water and sewer employees of the City transitioned to CRW during November 2013. Prior to the transition, the water and sewer employees participated in the City's non-uniform defined benefit plan which was administered by Pennsylvania Municipal Retirement System (PMRS), an agent multiple-employer Public Employees Retirement System (PERS). As part of the transition, CRW created a spin-off plan that is being separately administered by PMRS. The Plan has been established to cover all full-time employees. Employees become eligible for participation in a plan immediately upon employment. CRW's pension plan is a defined benefit pension plan controlled by the provisions of Resolution 2013-015 adopted pursuant to Act 15 of 1974. The Plan participates in the PMRS who acts as a common investment and administrative agent for municipalities in the Commonwealth of Pennsylvania. PMRS issues a publicly available financial report that includes financial statements and required supplementary information for the PERS. The report may be obtained by writing to Pennsylvania Municipal Retirement System, P.O. Box 1165, Harrisburg, Pennsylvania 17108-1165, or via PMRS' website.

Benefits Provided

Act 205 of 1984, the Municipal Pension Plan Funding Standard and Recovery Act, grants the authority to establish and amend the benefit terms to CRW's Board.

Normal Benefit – Active members are eligible for normal retirement at age of 65. The benefits provided by the plan are calculated at 2.0% per year of credited service multiplied by the final average annual salary. In no case may the benefit exceed 75% of the final average annual salary. Final average salary is based upon the annual average compensation paid during the highest three years of employment. A member is 100% vested after five years of credited service.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

Early Retirement Benefit – Early retirement may be taken at age of 55 with 10 years of service. The benefit will be actuarially reduced for each year or partial year prior to normal retirement age that early retirement takes place.

Survivor Benefit – If a member is eligible to retire at the time of death, their beneficiary receives the present value of the accrued benefit.

Disability Benefit – In the instance of a service related disability, a 50% disability benefit, offset by workers' compensation benefits, is provided to a member who is unable to perform gainful employment. In the instance of a non-service related disability, a 30% disability benefit is provided to a member who has at least 10 years of service and who is unable to perform gainful employment.

Cost-of-Living Adjustments – CRW has the option to award postretirement adjustments based on investment performance.

Plan Membership

Membership of the Plan consisted of the following at the most recent actuarial valuation date of January 1, 2017:

| | |
|---|-------------------|
| Active employees | 115 |
| Inactive employees and beneficiaries currently receiving benefits | 1 |
| Inactive employees entitled to but not yet receiving benefits | <u>3</u> |
| Total | <u><u>119</u></u> |

Funding Policy and Contributions

All full-time employees are required to contribute five percent of their annual covered salary to the Plan, with an option to contribute up to 15%. CRW's contributions to the Plan are governed by Act 205 which mandates minimum actuarial funding based upon the Plan's biennial actuarial valuation. During the year ended December 31, 2017, CRW made a contribution to the Plan in the amount of \$501,800. The MMO for the year ended December 31, 2017 was \$301,468. During the year ended December 31, 2018, CRW made a contribution to the Plan in the amount of \$334,035. The MMO for the year ended December 31, 2018 was \$334,035. The 2018 contribution is reported as a deferred outflow of resources at December 31, 2018.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

Changes in the Net Pension Liability (Asset)

The changes in the net pension liability (asset) of CRW for the year ended December 31, 2018 were as follows:

| | Increase (Decrease) | | |
|--|----------------------------|--------------------------------|----------------------------------|
| | Total Pension Liability | Plan Fiduciary Net Position | Net Pension Liability (Asset) |
| Balances at December 31, 2017 (based on the measurement date of December 31, 2016) | \$ 11,525,533 | \$ 11,088,622 | \$ 436,911 |
| Changes for the year: | | | |
| Service cost | 764,171 | - | 764,171 |
| Interest | 635,428 | - | 635,428 |
| Contributions - employer | - | 501,800 | (501,800) |
| Contributions - employees | - | 416,181 | (416,181) |
| PMRS investment income | - | 614,088 | (614,088) |
| Market value investment income | - | 1,344,780 | (1,344,780) |
| Transfers | (101,807) | (101,807) | - |
| Benefit payments | (189,492) | (189,492) | - |
| Administrative expense | - | (30,681) | 30,681 |
| Net changes | <u>1,108,300</u> | <u>2,554,869</u> | <u>(1,446,569)</u> |
| Balances at December 31, 2018 (based on the measurement date of December 31, 2017) | <u>\$ 12,633,833</u> | <u>\$ 13,643,491</u> | <u>\$ (1,009,658)</u> |
| Plan fiduciary net position as a percentage of the total pension liability | | | <u>108.0%</u> |

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

Actuarial Assumptions - The total pension liability was determined by an actuarial valuation performed on January 1, 2017, with liabilities rolled forward to December 31, 2017, using the following actuarial assumptions, applied to all periods in the measurement:

Actuarial assumptions:

| | |
|---------------------------------|-----------------------------------|
| Investment rate of return | 5.25% |
| Projected salary increases | 2.8% - 7.05%* |
| * includes inflation rate of 3% | |
| Cost-of-living adjustments | 2.8%, subject to plan limitations |

Actuarial assumptions based on PMRS Experience Study for the period January 1, 2009 to December 31, 2013

Pre-retirement mortality:

Males: RP 2000 Male Non-Annuitant table projected 15 years with Scale AA
Females: RP 2000 Female Non-Annuitant table projected 15 years with Scale AA and then set back 5 years

Post-retirement mortality:

Males: RP 2000 Male Annuitant table projected 5 years with Scale AA
Females: RP 2000 Female Annuitant table projected 10 years with Scale AA

Long-Term Expected Rate of Return – The PMRS System’s (System) long-term expected rate of return on plan investments was determined using a building-block method in which best-estimates of expected future real rates of return are developed for each major asset class, for the portfolio as a whole, and at different levels of probability or confidence. There are four steps to the method used by the System and an in-depth description of the process, including the anticipated rate of return by asset class, can be found at www.pmr.state.pa.us. Based on the four-part analysis, the PMRS Board established the System’s long-term expected rate of return at 7.3%. The rationale for the difference between the System’s long-term expected rate of return and the discount rate can be found at www.pmr.state.pa.us.

Discount Rate – The discount rate adopted by the PMRS Board and used to measure the individual participating municipalities’ total pension liability as of December 31, 2017 was 5.25%. The projection of cash flows for each underlying municipal plan, used to determine if any adjustment to the discount rate was required, used the following assumptions: 1) member contributions will be made at the current contribution rate, 2) participating plan

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

sponsor contributions will be made at rates equal to the difference between actuarially determined contribution rates and the member rate, and 3) the System's long-term expected rate of return will be used in the depletion testing of the projected cash flows. Based on those assumptions, the PMRS pension plan's fiduciary net position was projected to be available to make all projected future benefit payments of current plan members.

Sensitivity of the Net Pension Liability (Asset) to Changes in the Discount Rate – The following presents the net pension liability (asset) of the Plan calculated using the discount rate described above, as well as what the Plan's net pension liability (asset) would be if it was calculated using a discount rate that is one-percentage-point lower or one-percentage-point higher than the current rate:

| 1% Decrease (4.25%) | Current Discount Rate (5.25%) | 1% Increase (6.25%) |
|------------------------|----------------------------------|------------------------|
| <u>\$ 959,898</u> | <u>\$ (1,009,658)</u> | <u>\$ (2,691,893)</u> |

Pension Expense, Deferred Outflows of Resources, and Deferred Inflows of Resources Related to Pensions

For the year ended December 31, 2018, CRW recognized pension expense of \$207,967. At December 31, 2018, CRW reported deferred outflows of resources and deferred inflows of resources related to its pension from the following sources:

| | Deferred Outflows of Resources | Deferred Inflows of Resources |
|--|-----------------------------------|----------------------------------|
| Differences between expected and actual experience | \$ 1,041 | \$ 376,232 |
| Changes of assumptions | 316,446 | 53,485 |
| CRW contributions subsequent to the measurement date | 334,035 | - |
| Net difference between projected and actual earnings on pension plan investments | - | 944,373 |
| Total | <u>\$ 651,522</u> | <u>\$ 1,374,090</u> |

The differences in CRW's expected and actual experience and changes of assumptions are recognized over the average expected remaining service lives of active and inactive members.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

The difference between projected and actual earnings on the pension plan investments is recognized over five years. CRW contributions subsequent to the measurement date at December 31, 2018 will be recorded as a reduction to the pension liability during the year ending December 31, 2019. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions at December 31, 2018 will be recognized in pension expense as follows:

| <u>Year ending December 31,</u> | |
|---------------------------------|-----------------------|
| 2019 | \$ (192,045) |
| 2020 | (204,430) |
| 2021 | (324,176) |
| 2022 | (284,034) |
| 2023 | (15,078) |
| Thereafter | <u>(36,840)</u> |
| | <u>\$ (1,056,603)</u> |

11. Other Postemployment Benefit Plan

Plan Description

In addition to the pension benefits described in Note 10, CRW provides certain postemployment healthcare benefits to its employees who transferred from the City to CRW on November 4, 2013 through one single-employer, defined benefit OPEB plan. All other CRW employees are not eligible for OPEB. This OPEB plan does not issue a separate report.

Eligibility - Any employee who transferred from the City to CRW on November 4, 2013 that was eligible for the City's Non-Uniformed Pension Plan benefits and has attained age 60 with at least 20 years of service.

Benefits - Medical, prescription drug, dental, vision, and life coverage are provided to the member, along with a spouse and/or eligible dependents. CRW pays the full premium for life insurance in the amount of \$5,000 for the member only. CRW pays the full medical premium for single coverage less 2% of the member's final salary. The member and spouse are eligible until the member reaches Medicare age. Life insurance and reimbursements for Medicare Supplement coverage will continue for the member's life.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

If a member is disabled after completion of 20 years of service, attained age 55 and completed 20 years of service, or attained age 65 and completed 15 years of service, CRW pays 60% of the medical premium for single coverage until the member reaches Medicare age. Otherwise, the member must pay 100% of medical premium for single coverage. For any coverage other than single, the member must pay any difference between the premiums. The member must pay the full premium for prescription drug, dental, and vision coverage. Upon reaching Medicare age, CRW will reimburse a maximum monthly amount specified in the table below for a Medicare Supplement plan.

| | |
|----------------|--------|
| 2019 | \$ 280 |
| 2020 | 290 |
| 2021 | 300 |
| 2022 | 310 |
| 2023 | 320 |
| 2024 | 330 |
| 2025 | 340 |
| 2026 and later | 350 |

Contributions

CRW's contribution is based on projected pay-as-you-go financing requirements. For the year ended December 31, 2018, CRW contributed \$6,776 to the OPEB plan.

CRW opted to not fully fund the OPEB contribution and will continue to fund the annual OPEB cost on a pay-as-you-go basis.

Plan Membership

At January 1, 2018, the latest actuarial valuation, the OPEB plan membership was as follows:

| | |
|---|-----------|
| Active employees | 41 |
| Inactive employees and beneficiaries currently receiving benefits | 1 |
| Inactive employees entitled to but not yet receiving benefits | - |
| Total | <u>42</u> |

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

Changes in Total OPEB Liability

The changes in total OPEB liability of CRW for the year ended December 31, 2018 were as follows:

| | Total OPEB Liability |
|--|-------------------------|
| Service cost | \$ 48,171 |
| Interest | 46,410 |
| Differences between expected and actual experience | (108,354) |
| Changes of assumptions | 67,059 |
| Benefit payments | (6,776) |
| Net changes | 46,510 |
| OPEB Liability at December 31, 2017 (based on the measurement date of December 31, 2016) | 1,206,424 |
| OPEB Liability at December 31, 2018 (based on the measurement date of December 31, 2017) | \$ 1,252,934 |

At December 31, 2018, CRW reported deferred outflows of resources and deferred inflows of resources related to the OPEB plan from the following sources:

| | Deferred Outflows of Resources | Deferred Inflows of Resources |
|--|-----------------------------------|----------------------------------|
| Differences between expected and actual experience | \$ - | \$ 98,504 |
| Changes of assumptions | 60,963 | - |
| CRW payments subsequent to the measurement date | 16,570 | - |
| Total | \$ 77,533 | \$ 98,504 |

The differences in CRW's changes of assumptions and differences between expected and actual experience are recognized over the average expected remaining service lives of active and inactive members. CRW payments subsequent to the measurement date at December 31, 2018 will be recorded as a reduction to the OPEB liability during the year ending December 31, 2019. Other amounts reported as deferred outflows of resources and deferred inflows of

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

resources related to OPEB at December 31, 2018 will be recognized in pension expense as follows:

| <u>Year ending December 31,</u> | |
|---------------------------------|--------------------|
| 2019 | \$ (3,754) |
| 2020 | (3,754) |
| 2021 | (3,754) |
| 2022 | (3,754) |
| 2023 | (3,754) |
| Thereafter | <u>(18,771)</u> |
| | <u>\$ (37,541)</u> |

Actuarial Methods and Assumptions

Projections of benefits for financial reporting purposes are based on the substantive plan (the Plan as understood by the employer and the plan members) and include the types of benefits provided at the time of each valuation and on the historical pattern of sharing of benefit costs between the employer and plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities consistent with the long-term perspective of the calculation.

The projections of benefits for financial reporting purposes do not explicitly incorporate the potential effects of legal or contractual funding limitations on the pattern of cost sharing between the employer and plan members in the future.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

The total OPEB liability was determined by an actuarial valuation performed on January 1, 2018 and measured at December 31, 2017, using the following actuarial assumptions, applied to all periods in the measurement:

| | |
|-----------------------------|---|
| Actuarial cost method | Entry age normal |
| Actuarial assumptions: | |
| Interest rate | 3.16% - Based on the Standard & Poor's Municipal Bond 20-Year High Grade Rate Index at January 1, 2018. |
| Projected salary increases | 5.00% |
| Healthcare cost trend rates | 6.0% in 2018, and 5.5% in 2019 through 2021. Rates gradually decrease from 5.4% in 2022 to 3.8% in 2075 and later based on the Society of Actuaries Long-Run Medical Cost Trend Model |
| Mortality | IRS 2017 Static Combined Mortality Table for Small Plans |
| Actuarial value of assets | Not applicable |

Changes in Actuarial Assumptions

The interest rate changed from 4.50% in the January 1, 2016 actuarial valuation to 3.16% in the January 1, 2018 actuarial valuation. In addition, the healthcare cost trend rates and mortality tables were updated.

Discount Rate

The discount rate used to measure the total OPEB liability was 3.16%. The discount rate was based on the index rate for 20-year tax-exempt general obligation municipal bonds with an average rating of AA or higher. Since the OPEB Plan has insufficient assets to meet projected benefit payments, the municipal bond rate was applied to all periods of the projected benefit payments to determine the total OPEB liability. The projection of cash flows used to determine the single discount rate for each measurement period assumed that employer contributions will be made based on the current funding policy for future years.

CAPITAL REGION WATER

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

Sensitivity of the Total OPEB Liability to Changes in the Discount Rate

The following presents the total OPEB liability of CRW calculated using the discount rate described above, as well as what the CRW's total OPEB liability would be if it were calculated using a discount rate that is one-percentage-point lower or one-percentage-point higher than the current rate:

| | 1% Decrease (2.16%) | Current Discount Rate (3.16%) | 1% Increase (4.16%) |
|----------------------|------------------------|----------------------------------|------------------------|
| Total OPEB Liability | <u>\$ 1,385,027</u> | <u>\$ 1,252,934</u> | <u>\$ 1,133,040</u> |

Sensitivity of the Total OPEB Liability to Changes in the Healthcare Cost Trend Rates

The following presents the total OPEB liability of CRW calculated using the healthcare cost trend rates described above, as well as what CRW's total OPEB liability would be if it were calculated using healthcare cost trend rates that are one-percentage-point lower or one-percentage-point higher than the current rates:

| | 1% Decrease | Current Trend Rate | 1% Increase |
|----------------------|---------------------|-----------------------|---------------------|
| Total OPEB Liability | <u>\$ 1,240,904</u> | <u>\$ 1,252,934</u> | <u>\$ 1,266,509</u> |

OPEB Expense

For the year ended December 31, 2018, CRW recognized OPEB expense of \$90,827.

12. Subsequent Events

CRW entered into various construction and professional services contracts in 2018 related to the construction of the various facilities. The commitment under these contracts is approximately \$11.8 million.

**REQUIRED SUPPLEMENTARY
INFORMATION**

CAPITAL REGION WATER

REQUIRED SUPPLEMENTARY INFORMATION - SCHEDULE OF CHANGES IN THE PENSION PLAN'S NET PENSION LIABILITY (ASSET) AND RELATED RATIOS

| | 2018* | 2017 | 2016 | 2015 |
|---|-----------------------|---------------------|---------------------|---------------------|
| Total Pension Liability: | | | | |
| Service cost | \$ 764,171 | \$ 654,728 | \$ 613,689 | \$ 334,095 |
| Interest | 635,428 | 603,374 | 542,606 | 401,252 |
| Changes of assumptions | - | 406,858 | (73,543) | - |
| Differences between expected and actual experience | - | (483,726) | - | 1,637 |
| Transfers | (101,807) | - | - | 3,135,289 |
| Benefit payments, including refunds | (189,492) | (22,836) | (2,949) | (16,536) |
| Net Changes in Total Pension Liability | 1,108,300 | 1,158,398 | 1,079,803 | 3,855,737 |
| Total Pension Liability - Beginning | 11,525,533 | 10,367,135 | 9,287,332 | 5,431,595 |
| Total Pension Liability - Ending (a) | \$12,633,833 | \$11,525,533 | \$10,367,135 | \$ 9,287,332 |
| Plan Fiduciary Net Position: | | | | |
| Contributions - employer | \$ 501,800 | \$ 216,967 | \$ 227,577 | \$ 143,879 |
| Contributions - employees | 416,181 | 388,245 | 324,831 | 251,842 |
| Net investment income (loss) | 1,958,868 | 794,593 | (71,180) | 416,222 |
| Transfers | (101,807) | - | - | 3,135,289 |
| Benefit payments, including refunds | (189,492) | (22,836) | (2,949) | (16,536) |
| Administrative expense | (30,681) | (31,035) | (24,032) | (20,178) |
| Net Change in Plan Fiduciary Net Position | 2,554,869 | 1,345,934 | 454,247 | 3,910,518 |
| Plan Fiduciary Net Position - Beginning | 11,088,622 | 9,742,688 | 9,288,441 | 5,377,923 |
| Plan Fiduciary Net Position - Ending (b) | \$13,643,491 | \$11,088,622 | \$ 9,742,688 | \$ 9,288,441 |
| Net Pension Liability (Asset) - Ending (a-b) | \$ (1,009,658) | \$ 436,911 | \$ 624,447 | \$ (1,109) |
| Plan Fiduciary Net Position as a Percentage of the Total Pension Liability | 108.0% | 96.2% | 94.0% | 100.0% |
| Covered Payroll | \$ 6,645,051 | \$ 6,084,318 | \$ 5,255,163 | \$ 4,617,165 |
| Net Pension Liability (Asset) as a Percentage of Covered Payroll | -15.19% | 7.18% | 11.88% | -0.02% |

* The amounts presented for each fiscal year were determined as of the measurement date, which is the December 31 of the immediately preceding fiscal year. This schedule is intended to illustrate information for 10 years. However, until a full 10-year trend is compiled, CRW is presenting information for those years only for which information is available.

See accompanying notes to required supplementary information - pension plan.

CAPITAL REGION WATER

REQUIRED SUPPLEMENTARY INFORMATION - SCHEDULE OF PENSION CONTRIBUTIONS

| | 2018* | 2017 | 2016 | 2015 |
|---|--------------|--------------|--------------|--------------|
| Actuarially determined contribution under Act 205 | \$ 301,468 | \$ 240,302 | \$ 204,394 | \$ 143,479 |
| Contribution in relation to the actuarially determined contribution | 501,800 | 216,967 | 227,577 | 143,879 |
| Contribution deficiency (excess) | \$ (200,332) | \$ 23,335 | \$ (23,183) | \$ (400) |
| Covered payroll | \$ 6,645,051 | \$ 6,084,318 | \$ 5,255,163 | \$ 4,617,165 |
| Contributions as a percentage of covered payroll | 7.55% | 3.57% | 4.33% | 3.12% |

* The amounts presented for each fiscal year were determined as of the measurement date, which is the December 31 of the immediately preceding fiscal year. This schedule is intended to illustrate information for 10 years. However, until a full 10-year trend is compiled, CRW is presenting information for those years only for which information is available.

See accompanying notes to required supplementary information - pension plan.

CAPITAL REGION WATER

NOTES TO REQUIRED SUPPLEMENTARY INFORMATION – PENSION PLAN

1. Actuarial Methods and Assumptions

The information presented in the required supplementary information was determined as part of the actuarial valuation at the date indicated. Methods and assumptions used to determine the contribution rate required under Act 205 for the year ended December 31, 2017 (presented as the subsequent year on the preceding schedules) are as follows:

| | |
|--|--|
| Actuarial valuation date | 1/1/2015 |
| Actuarial cost method | Entry age normal |
| Amortization method | Level dollar closed |
| Remaining amortization period | Based on periods in Act 205 |
| Asset valuation method | Based on the municipal reserves |
| Actuarial assumptions: | |
| Investment rate of return | 5.5% |
| Projected salary increases | Age related scale with merit and inflation component |
| Underlying inflation rate | 3.0% |
| Postretirement cost-of-living adjustment increase | 3%, subject to plan limitations |
| Preretirement mortality: | |
| Males: RP 2000 with 1 year set back | |
| Females: RP 2000 with 5 year set back | |
| Postretirement mortality: | |
| Males and females: Sex distinct RP 2000 Combined Healthy Mortality | |

CAPITAL REGION WATER

NOTES TO REQUIRED SUPPLEMENTARY INFORMATION – PENSION PLAN

2. Changes in Actuarial Assumptions

The December 31, 2015 assumptions were based on the PMRS Experience Study for the period covering January 1, 2009 through December 31, 2013 issued by the actuary in July 2015 first effective.

The December 31, 2016 investment return assumption for municipal assets decreased from 5.50% to 5.25%.

CAPITAL REGION WATER
 REQUIRED SUPPLEMENTARY INFORMATION
 SCHEDULE OF CHANGES IN THE OPEB PLAN'S LIABILITY

| | 2018* |
|--|--------------|
| Total OPEB Liability: | |
| Service cost | \$ 48,171 |
| Interest | 46,410 |
| Differences between expected and actual experience | (108,354) |
| Changes of assumptions | 67,059 |
| Benefit payments | (6,776) |
| | 46,510 |
| Net Changes in Total OPEB Liability | 46,510 |
| Total OPEB Liability - Beginning | 1,206,424 |
| Total OPEB Liability - Ending | \$ 1,252,934 |

* The amounts presented for each fiscal year were determined as of the measurement date, which is the December 31 of the immediately preceding fiscal year. This schedule is intended to illustrate information for 10 years. However, until a full 10-year trend is compiled, CRW is presenting information for those years only for which information is available.

See accompanying notes to required supplementary information - OPEB plan.

CAPITAL REGION WATER

NOTES TO REQUIRED SUPPLEMENTARY INFORMATION – OPEB PLAN

YEAR ENDED DECEMBER 31, 2018

1. Actuarial Methods and Assumptions

The following actuarial methods and assumptions were used to determine contribution rates reported in the OPEB required supplementary schedule:

| | |
|-----------------------------|---|
| Actuarial cost method | Entry age normal |
| Actuarial assumptions: | |
| Interest rate | 3.16% - Based on the Standard & Poor's Municipal Bond 20-Year High Grade Rate Index at January 1, 2018. |
| Projected salary increases | 5.00% |
| Healthcare cost trend rates | 6.0% in 2018, and 5.5% in 2019 through 2021. Rates gradually decrease from 5.4% in 2022 to 3.8% in 2075 and later based on the Society of Actuaries Long-Run Medical Cost Trend Model |
| Mortality | IRS 2017 Static Combined Mortality Table for Small Plans |
| Actuarial value of assets | Not applicable |

Factors and Trends Used in the Actuarial Valuation for the Other Post-employment Benefit (OPEB) Plan

Capital Region Water (CRW) has not accumulated assets for the OPEB plan. Benefits are paid on a pay-as-you-go basis.

Benefit Changes

None.

Changes in Actuarial Assumptions

The interest rate changed from 4.50% in the January 1, 2016 actuarial valuation to 3.16% in the January 1, 2018 actuarial valuation. In addition, the healthcare cost trend rates and mortality tables were updated.

SUPPLEMENTARY INFORMATION

CAPITAL REGION WATER
COMBINING BALANCE SHEET
DECEMBER 31, 2018

| Assets and Deferred Outflows of Resources | <u>Water Segment</u> | <u>Sewer Segment</u> | <u>Working Capital Fund</u> | <u>Eliminations</u> | <u>Total</u> |
|---|-----------------------|-----------------------|-------------------------------------|-----------------------|-----------------------|
| Assets: | | | | | |
| Current assets: | | | | | |
| Cash and cash equivalents | \$ 24,507,609 | \$ 21,447,781 | \$ 2,214,326 | \$ - | \$ 48,169,716 |
| Accounts receivable, net of allowance for uncollectible accounts of \$4,152,658, \$1,762,116, and zero | 4,705,390 | 5,285,509 | 10,848 | - | 10,001,747 |
| Grants receivable | - | 905,431 | - | - | 905,431 |
| Due from the City of Harrisburg | 606,732 | 2,616,508 | 463,045 | - | 3,686,285 |
| Prepaid expenses | 133,070 | 209,870 | 60,149 | - | 403,089 |
| Inventory | - | 347,960 | - | - | 347,960 |
| Due from (to) other funds | 958,753 | 795,658 | - | (1,754,411) | - |
| Total current assets | 30,911,554 | 31,608,717 | 2,748,368 | (1,754,411) | 63,514,228 |
| Restricted assets: | | | | | |
| Cash and cash equivalents - restricted under trust indentures and guarantee agreement | 3,448,977 | 15,731,315 | 250,000 | - | 19,430,292 |
| Investments - restricted under trust indentures | 19,433,058 | - | - | - | 19,433,058 |
| Total restricted assets | 22,882,035 | 15,731,315 | 250,000 | - | 38,863,350 |
| Noncurrent assets: | | | | | |
| Capital assets, not being depreciated | 1,970,291 | 14,975,850 | - | - | 16,946,141 |
| Capital assets, being depreciated, net of accumulated depreciation of \$56,613,515, \$72,204,630, and \$169,862 | 65,031,010 | 94,877,017 | 267,551 | - | 160,175,578 |
| Net pension asset | 293,407 | 379,732 | 336,519 | - | 1,009,658 |
| Total noncurrent assets | 67,294,708 | 110,232,599 | 604,070 | - | 178,131,377 |
| Total Assets | 121,088,297 | 157,572,631 | 3,602,438 | (1,754,411) | 280,508,955 |
| Deferred Outflows of Resources: | | | | | |
| Deferred loss on refunding | 7,877,263 | - | - | - | 7,877,263 |
| Deferred outflows of resources for other postemployment benefits | 41,829 | 26,009 | 9,695 | - | 77,533 |
| Deferred outflows of resources for pension | 174,184 | 217,201 | 260,137 | - | 651,522 |
| Total Deferred Outflows of Resources | 8,093,276 | 243,210 | 269,832 | - | 8,606,318 |
| Total Assets and Deferred Outflows of Resources | \$ 129,181,573 | \$ 157,815,841 | \$ 3,872,270 | \$ (1,754,411) | \$ 289,115,273 |

(Continued)

CAPITAL REGION WATER
COMBINING BALANCE SHEET
DECEMBER 31, 2018
(Continued)

| | Water Segment | Sewer Segment | Working Capital Fund | Eliminations | Total |
|---|-----------------------|-----------------------|----------------------------|-----------------------|-----------------------|
| Liabilities, Deferred Inflows of Resources, and Net Position | | | | | |
| Liabilities: | | | | | |
| Current liabilities: | | | | | |
| Accounts payable and accrued liabilities | \$ 1,587,834 | \$ 5,641,604 | \$ 155,572 | \$ - | \$ 7,385,010 |
| Current portion of compensated absences | 69,304 | 89,961 | 54,596 | - | 213,861 |
| Unearned revenue | 207,084 | - | - | - | 207,084 |
| Due to the City of Harrisburg | 1,431,930 | 2,871,967 | - | - | 4,303,897 |
| Due to other funds | - | - | 1,754,411 | (1,754,411) | - |
| Total current liabilities | <u>3,296,152</u> | <u>8,603,532</u> | <u>1,964,579</u> | <u>(1,754,411)</u> | <u>12,109,852</u> |
| Liabilities payable from restricted assets: | | | | | |
| Accrued interest payable | 2,341,293 | 972,414 | - | - | 3,313,707 |
| Current portion of notes payable | 267,800 | 1,125,364 | - | - | 1,393,164 |
| Current portion of bonds payable | 5,560,000 | 715,000 | - | - | 6,275,000 |
| Total liabilities payable from restricted assets | <u>8,169,093</u> | <u>2,812,778</u> | <u>-</u> | <u>-</u> | <u>10,981,871</u> |
| Noncurrent liabilities: | | | | | |
| Compensated absences | 92,357 | 119,885 | 72,757 | - | 284,999 |
| Due to the City of Harrisburg | 126,262 | 823,659 | - | - | 949,921 |
| Notes payable | 3,992,432 | 22,402,694 | - | - | 26,395,126 |
| Bonds outstanding, plus premiums of \$14,320,812, \$5,544,273, and zero | 111,450,812 | 48,044,273 | - | - | 159,495,085 |
| Total other postemployment benefit liability | 585,807 | 500,091 | 167,036 | - | 1,252,934 |
| Total noncurrent liabilities | <u>116,247,670</u> | <u>71,890,602</u> | <u>239,793</u> | <u>-</u> | <u>188,378,065</u> |
| Total Liabilities | <u>127,712,915</u> | <u>83,306,912</u> | <u>2,204,372</u> | <u>(1,754,411)</u> | <u>211,469,788</u> |
| Deferred Inflows of Resources: | | | | | |
| Deferred inflows of resources for other postemployment benefits | 4,231 | 43,487 | 50,786 | - | 98,504 |
| Deferred inflows of resources for pension | 395,571 | 500,061 | 478,458 | - | 1,374,090 |
| Total Deferred Inflows of Resources | <u>399,802</u> | <u>543,548</u> | <u>529,244</u> | <u>-</u> | <u>1,472,594</u> |
| Net Position: | | | | | |
| Net investment in capital assets | (29,299,764) | 50,231,012 | 267,551 | - | 21,198,799 |
| Restricted: | | | | | |
| Guarantee agreement | - | - | 250,000 | - | 250,000 |
| Water operations | 3,448,026 | - | - | - | 3,448,026 |
| Sewer operations | - | 2,093,425 | - | - | 2,093,425 |
| Unrestricted | 26,920,594 | 21,640,944 | 621,103 | - | 49,182,641 |
| Total Net Position | <u>1,068,856</u> | <u>73,965,381</u> | <u>1,138,654</u> | <u>-</u> | <u>76,172,891</u> |
| Total Liabilities, Deferred Inflows of Resources, and Net Position | <u>\$ 129,181,573</u> | <u>\$ 157,815,841</u> | <u>\$ 3,872,270</u> | <u>\$ (1,754,411)</u> | <u>\$ 289,115,273</u> |

(Concluded)

CAPITAL REGION WATER
COMBINING SCHEDULE OF REVENUES, EXPENSES,
AND CHANGES IN NET POSITION
YEAR ENDED DECEMBER 31, 2018

| | Water Segment | Sewer Segment | Working Capital Fund | Eliminations | Total |
|---|---------------------|----------------------|----------------------------|--------------------|----------------------|
| Operating Revenues: | | | | | |
| User charges | \$ 25,090,291 | \$ 19,804,980 | \$ - | \$ - | \$ 44,895,271 |
| Administrative fees | - | - | 5,253,129 | (5,253,129) | - |
| Total operating revenues | <u>25,090,291</u> | <u>19,804,980</u> | <u>5,253,129</u> | <u>(5,253,129)</u> | <u>44,895,271</u> |
| Operating Expenses: | | | | | |
| Operating | 5,660,299 | 8,234,197 | - | - | 13,894,496 |
| Administrative | 2,569,403 | 2,683,726 | 5,293,225 | (5,253,129) | 5,293,225 |
| Depreciation | 2,431,563 | 2,915,269 | 47,189 | - | 5,394,021 |
| Total operating expenses | <u>10,661,265</u> | <u>13,833,192</u> | <u>5,340,414</u> | <u>(5,253,129)</u> | <u>24,581,742</u> |
| Operating Income (Loss) | <u>14,429,026</u> | <u>5,971,788</u> | <u>(87,285)</u> | <u>-</u> | <u>20,313,529</u> |
| Non-Operating Revenues (Expenses): | | | | | |
| Investment income | 318,323 | 237,739 | 11,942 | - | 568,004 |
| Grant revenue | 338,376 | 1,164,092 | - | - | 1,502,468 |
| Gain on sale of easements | 4,838,927 | - | - | - | 4,838,927 |
| Miscellaneous income (expense) | (239,369) | 18,891 | 40,095 | - | (180,383) |
| Interest expense | (5,677,325) | (1,135,133) | - | - | (6,812,458) |
| Total non-operating revenues (expenses) | <u>(421,068)</u> | <u>285,589</u> | <u>52,037</u> | <u>-</u> | <u>(83,442)</u> |
| Change in Net Position | 14,007,958 | 6,257,377 | (35,248) | - | 20,230,087 |
| Net Position: | | | | | |
| Beginning of year - restated | <u>(12,939,102)</u> | <u>67,708,004</u> | <u>1,173,902</u> | <u>-</u> | <u>55,942,804</u> |
| End of year | <u>\$ 1,068,856</u> | <u>\$ 73,965,381</u> | <u>\$ 1,138,654</u> | <u>\$ -</u> | <u>\$ 76,172,891</u> |

CAPITAL REGION WATER
COMBINING SCHEDULE OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2018

| | Water Segment | Sewer Segment | Working Capital Fund | Eliminations | Total |
|--|----------------------|----------------------|----------------------------|--------------|----------------------|
| Cash Flows From Operating Activities: | | | | | |
| Receipts from customers and users | \$ 25,495,063 | \$ 19,325,662 | \$ 52,700 | \$ - | \$ 44,873,425 |
| Receipts for interfund services | - | - | 6,320,764 | (6,320,764) | - |
| Payments to employees | (2,061,770) | (2,646,670) | (2,729,891) | - | (7,438,331) |
| Payments to suppliers | (3,740,813) | (4,472,628) | (2,844,781) | - | (11,058,222) |
| Payments for interfund services | (2,618,268) | (3,702,496) | - | 6,320,764 | - |
| Net cash provided by operating activities | <u>17,074,212</u> | <u>8,503,868</u> | <u>798,792</u> | <u>-</u> | <u>26,376,872</u> |
| Cash Flows From Investing Activities: | | | | | |
| Sales of investments, net | 25,795 | - | - | - | 25,795 |
| Investment income received | 424,038 | 237,739 | 11,942 | - | 673,719 |
| Net cash provided by investing activities | <u>449,833</u> | <u>237,739</u> | <u>11,942</u> | <u>-</u> | <u>699,514</u> |
| Cash Flows from Capital and Related Financing Activities: | | | | | |
| Proceeds from debt issuance | 68,375,041 | 2,856,127 | - | - | 71,231,168 |
| Payment of debt issuance costs | (601,629) | - | - | - | (601,629) |
| Acquisition and construction of capital assets | (5,739,159) | (15,519,939) | - | - | (21,259,098) |
| Interest paid | (6,362,377) | (2,349,680) | - | - | (8,712,057) |
| Principal paid on long-term debt | (4,912,308) | (1,771,935) | - | - | (6,684,243) |
| Payment to bond escrow agent | (65,720,000) | - | - | - | (65,720,000) |
| Intergovernmental revenue | - | 258,661 | - | - | 258,661 |
| Proceeds from sale of easements | 4,838,927 | - | - | - | 4,838,927 |
| Net cash used in capital and related financing activities | <u>(10,121,505)</u> | <u>(16,526,766)</u> | <u>-</u> | <u>-</u> | <u>(26,648,271)</u> |
| Increase (Decrease) in Cash and Cash Equivalents | 7,402,540 | (7,785,159) | 810,734 | - | 428,115 |
| Cash and Cash Equivalents: | | | | | |
| Beginning of year | 20,554,046 | 44,964,255 | 1,653,592 | - | 67,171,893 |
| End of year | <u>\$ 27,956,586</u> | <u>\$ 37,179,096</u> | <u>\$ 2,464,326</u> | <u>\$ -</u> | <u>\$ 67,600,008</u> |

(Continued)

CAPITAL REGION WATER
COMBINING SCHEDULE OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2018
(Continued)

| | Water Segment | Sewer Segment | Working Capital Fund | Eliminations | Total |
|--|----------------------|---------------------|----------------------------|--------------|----------------------|
| Reconciliation of Operating Income (Loss) to Net Cash Provided by Operating Activities: | | | | | |
| Operating income (loss) | \$ 14,429,026 | \$ 5,971,788 | \$ (87,285) | \$ - | \$ 20,313,529 |
| Adjustments to reconcile operating income (loss) to cash provided by operating activities: | | | | | |
| Depreciation | 2,431,563 | 2,915,269 | 47,189 | - | 5,394,021 |
| Amortization of deferred outflows and inflows of resources | 53,519 | 74,123 | 68,156 | - | 195,798 |
| Miscellaneous nonoperating income (expense) | (239,369) | 18,891 | 40,095 | - | (180,383) |
| Decrease in accounts receivable | 419,786 | 208,693 | 12,605 | - | 641,084 |
| Increase in due from the City of Harrisburg | (15,014) | (688,011) | - | - | (703,025) |
| (Increase) decrease in prepaid expenses | (6,875) | (69,132) | 3,482 | - | (72,525) |
| Decrease in inventory | - | 127,829 | - | - | 127,829 |
| Increase in net pension asset | (293,407) | (379,732) | (336,519) | - | (1,009,658) |
| Increase in deferred outflows of resources for other postemployment benefits | (35,536) | (21,120) | (8,005) | - | (64,661) |
| Decrease in deferred outflows of resources for pensions | 206,366 | 171,259 | 169,111 | - | 546,736 |
| (Increase) decrease in due from (to) other funds | (48,865) | (1,018,770) | 1,067,635 | - | - |
| Increase (decrease) in accounts payable and accrued liabilities | 15,831 | 30,601 | (255,610) | - | (209,178) |
| Increase in due to the City of Harrisburg | 115,016 | 986,750 | 16,594 | - | 1,118,360 |
| (Decrease) increase in compensated absences | (22,711) | 29,738 | (7,944) | - | (917) |
| (Decrease) increase in total other postemployment benefit liability | 63,211 | 13,862 | (30,563) | - | 46,510 |
| Decrease in net pension liability | (125,088) | (150,472) | (161,351) | - | (436,911) |
| Increase in deferred inflows of resources for other postemployment benefits | 3,808 | 39,138 | 45,708 | - | 88,654 |
| Increase in deferred inflows of resources for pensions | 122,951 | 243,164 | 215,494 | - | 581,609 |
| Net cash provided by operating activities | <u>\$ 17,074,212</u> | <u>\$ 8,503,868</u> | <u>\$ 798,792</u> | <u>\$ -</u> | <u>\$ 26,376,872</u> |

(Concluded)

CAPITAL REGION WATER

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

YEAR ENDED DECEMBER 31, 2018

| <u>Federal Grantor/Pass-Through Grantor/Project Title</u> | <u>Federal CFDA Number</u> | <u>Grant/ Pass-Through Grantor's Number</u> | <u>Passed Through to Subrecipients</u> | <u>Expenditures</u> |
|---|------------------------------------|---|--|---------------------|
| Environmental Protection Agency: | | | | |
| Passed through Pennsylvania Infrastructure Investment Authority: | | | | |
| Clean Water State Revolving Fund Cluster: | | | | |
| Capitalization Grants for Clean Water State Revolving Funds | 66.458 | 71422 | \$ - | \$ 3,038,108 |
| Subtotal 66.458 | | | - | 3,038,108 |
| Department of Housing and Urban Development: | | | | |
| Passed through Dauphin County: | | | | |
| CDBG - Entitlement Grants Cluster: | | | | |
| Community Development Block Grants/Entitlement Grants | 14.218 | R2-04-25 | - | 338,376 |
| General Services Administration: | | | | |
| Passed through the Commonwealth of Pennsylvania Department of General Services: | | | | |
| Donation of Federal Surplus Personal Property | 39.003 | N/A | - | 732 |
| Total Expenditures of Federal Awards | | | \$ - | \$ 3,377,216 |

See accompanying notes to schedule of expenditures of federal awards.

CAPITAL REGION WATER

NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

YEAR ENDED DECEMBER 31, 2018

1. Basis of Presentation and Summary of Significant Accounting Policies

The accompanying schedule of expenditures of federal awards (schedule) presents the expenditures of all federal awards programs of Capital Region Water (CRW) using the accrual basis of accounting. Expenditures reported on the schedule are recognized following the cost principles contained in the Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance).

CRW has elected not to use the 10% de minimis indirect cost rate allowed under the Uniform Guidance.

2. Relationship to Basic Financial Statements

The information in this schedule is presented in accordance with the requirements of the Uniform Guidance. Therefore, some amounts presented in this schedule may differ from amounts presented in, or used in the preparation of, CRW's basic financial statements.

3. Determination of Federal Expenditures

The amount of federal expenditures for the Environmental Protection Agency loans represents the expenditures incurred under the loans during the year ended December 31, 2018. The Environmental Protection Agency requires that the current year expenditures incurred under the loans be reported on the schedule rather than the beginning balance of the loans.