

**UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(A COMPONENT UNIT OF THE
MUNICIPALITY OF UPPER DUBLIN)
MONTGOMERY COUNTY, PENNSYLVANIA**

**FINANCIAL STATEMENTS
AND SUPPLEMENTAL INFORMATION**

YEAR ENDED DECEMBER 31, 2019

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BEE BERGVALL & Co.

Certified Public Accountants

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Independent Auditors' Report

Board of Directors
Upper Dublin Township Municipal Authority
Upper Dublin, PA

Report on the Financial Statements

We have audited the accompanying financial statements of the business type activities of Upper Dublin Township Municipal Authority (a Component Unit of the Municipality of Upper Dublin), Montgomery County, Pennsylvania (the Authority), as of and for the years ended December 31, 2019 and 2018, and the related notes to the financial statements, which collectively comprise the Authority'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.

Auditors' Responsibility

Our responsibility is to express opinions 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. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of 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 auditors' 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 opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the business-type activities of Upper Dublin Township Municipal Authority as of December 31, 2019 and 2018, and the respective changes in financial position and cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 5 through 9 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.

Bee, Bergvall & Co.

Bee, Bergvall and Company, P.C.
Certified Public Accountants

Warrington, PA
May 11, 2020

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(A Component Unit of the Municipality of Upper Dublin)

Management's Discussion and Analysis

December 31, 2019 and 2018

The following discussion and analysis of the activities and financial performance of the Upper Dublin Township Municipal Authority (the "Authority") provides an introduction and overview to the Authority's basic financial statements for the fiscal years ended December 31, 2019. Please consider the information presented here in conjunction with the accompanying financial statements and related footnotes.

The Upper Dublin Township Municipal Authority is a component unit of the Municipality of Upper Dublin. The Authority was established January 1, 2017 to be a self-supporting entity to serve the Municipality of Upper Dublin. The members of the Authority Board are appointed by the Municipality of Upper Dublin for a five (5) year term.

Authority Activities and Highlights

- The net position increased by \$1,071,906 and \$324,732 for the years ended December 31, 2019 and 2018, respectively.
- The Authority's incurred operating expenses related to operations and administration totaled \$202,320 and \$214,469 for the years ended December 31, 2019, and 2018, respectively. The operating expenses were funded by \$554,450 and \$539,201 from the assessment revenue in 2019 and 2018, respectively.
- The Authority received \$759,011 in grant funding from four separate grants to help fund capital improvements within the defined boundary of the Authority.

The Authority was formed for the purpose of obtaining and financing working capital, acquiring, holding, constructing, improving, maintaining and operating, owning or leasing, either in the capacity of lessor or lessee, projects with the defined boundary of the Authority of the following kind and character:

- Transportation and roadway improvements, bridges and other related improvements
- Storm water and flood control planning, management, and implementation
- General economic development and marketing for the Fort Washington Office Center Park

The Authority will fund improvements through debt and assessments to property owners.

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(A Component Unit of the Municipality of Upper Dublin)

Management's Discussion and Analysis

December 31, 2019

Overview of the Financial Statements

Upper Dublin Township Municipal Authority basic financial statements include a Statement of Net Position, Statement of Revenues, Expenses, and Changes in Net Position, Statement of Cash Flows, and Notes to the Financial Statements. This report also includes other supplementary information in addition to the basic financial statements.

The Authority's financial statements are prepared on an accrual basis in accordance with accounting principles generally accepted in the United States of America promulgated by the GASB.

Statement of Net Position

The Statement of Net Position presents the financial position of the Authority. It provides information on the Authority's assets, plus deferred outflows and inflows of resources, and liabilities, with the difference between the two reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Authority is improving or deteriorating.

Statement of Revenues, Expenses, and Changes in Net Position, and the Statement of Cash Flows

The Statement of Revenues, Expenses, and Changes in Net Position presents information showing how the Authority's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Revenues are recognized when earned, not when they are received. Expenses are recognized when incurred, not when they are paid. Thus, revenues and expenses are reported in the statement for some items that will only result in cash flows in future fiscal periods (e.g., earned but unused vacation leave).

Statement of Cash Flows

The Statement of Cash Flows presents information on the effects changes in assets and liabilities have on cash during the course of the fiscal year.

Notes to the Financial Statements

The Notes provide additional information that is essential to a full understanding of the data provided in the financial statements. The Notes to the Financial Statements can be found on pages 13 through 21 of this report.

Other Information

In addition to the basic financial statements and accompanying notes, this report also presents certain supplementary information as listed in the table of contents.

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(A Component Unit of the Municipality of Upper Dublin)

Management's Discussion and Analysis

December 31, 2019

Financial Analysis

Net Position

As noted earlier, net position may serve over time as a useful indicator of an Authority's financial position. In the case of the Upper Dublin Township Municipal Authority, assets exceeded liabilities by \$1,436,312 and \$364,406 at the close of the fiscal years 2019 and 2018, respectively.

The following table summarizes the financial position of the Authority as of December 31, 2019 and 2018. Changes between the years and due to funds borrowing and construction in progress.

	<u>2019</u>	<u>2018</u>
Assets		
Current Assets	\$ 4,877,889	\$ 5,612,636
Grants Receivable	509,416	-
Construction in Progress	<u>1,931,429</u>	<u>809,727</u>
Total Assets	<u>\$ 7,318,734</u>	<u>\$ 6,422,363</u>
Current and Other Liabilities		
Current maturities	\$ 175,000	\$ 170,000
Accounts payable	52,422	57,957
Notes payable	<u>5,655,000</u>	<u>5,830,000</u>
Total Liabilities	<u>\$ 5,882,422</u>	<u>\$ 6,057,957</u>
Net Position		
Net Investment in Capital Assets	\$ 300,311	\$ 30,202
Unrestricted	<u>1,136,001</u>	<u>334,204</u>
Total Net Position	<u>\$ 1,436,312</u>	<u>\$ 364,406</u>

Net investment in Capital Assets increased by \$270,109 which represented Construction in Progress less bills that have not been paid yet (accounts payable) less debt. Construction has begun on the transportation improvements. Additional information on capital assets can be found in Note 4 to the financial statements. Additional information on the debt can be found in Note 5 to the financial statements.

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(A Component Unit of the Municipality of Upper Dublin)

Management's Discussion and Analysis

December 31, 2019

The following table summarizes the revenues, expenses and changes in net position of the Authority for the fiscal years ended December 31, 2019 and 2018. Changes during the year are due to increased operations and assessments charged to the property owners.

	<u>2019</u>	<u>2018</u>
Operating Revenues	\$ 554,450	\$ 539,201
Operating and Administrative Expenses	<u>202,320</u>	<u>214,469</u>
Operating Income (Loss)	<u>352,130</u>	<u>324,732</u>
Non-operating Revenue		
Investment income	126,663	-
Interest expense	(165,898)	-
Grants	<u>759,011</u>	<u>-</u>
Total Non-operating Revenue	<u>719,776</u>	<u>-</u>
Increase in Net Position	1,071,906	324,732
Net Position, Beginning	<u>364,406</u>	<u>39,674</u>
Net Position, Ending	<u>\$ 1,436,312</u>	<u>\$ 364,406</u>

Economic Factors and Next Year's Budgets and Rates

The Board of Directors of the Upper Dublin Township Municipal Authority considers many factors when establishing budget appropriations and assessment rates. The Municipal Authority was created in January 2017 for the purpose of obtaining and financing capital for the construction, improvement and maintenance of projects within the service area of the Authority. An initial annual assessment was levied against all property owners within the service area in 2018 as a source of capital to fund the improvement projects. The assessment will have two components: for the cost of debt service on a twenty five year loan and to fund the Authority operating budget. An assessment will be levied annually.

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(A Component Unit of the Municipality of Upper Dublin)

Management's Discussion and Analysis

December 31, 2019

Contacting the Authority's Financial Management

This financial report is designed to provide our customers, creditors and funding agencies with a general overview of the Authority's finances and to show the Authority's accountability for the money it receives. If there are any questions about this report or if additional financial information is required, please contact the Authority's staff at Upper Dublin Municipal Authority, 801 Loch Alsh Avenue, Fort Washington, PA 19034 or visit our website at www.upperdublin.net.

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(Component Unit of the Municipality of Upper Dublin)

Statements of Net Position

December 31, 2019 and 2018

	<u>ASSETS</u>	<u>2019</u>	<u>2018</u>
Assets			
Cash and cash equivalents		\$ 4,877,889	\$ 5,612,636
Grant receivable		509,416	-
Construction in progress		<u>1,931,429</u>	<u>809,727</u>
Total Assets		<u>\$ 7,318,734</u>	<u>\$ 6,422,363</u>
	<u>LIABILITIES</u>		
Current portion of long term debt		\$ 175,000	\$ 170,000
Accounts payable		52,422	57,957
Notes payable		<u>5,655,000</u>	<u>5,830,000</u>
Total Liabilities		<u>5,882,422</u>	<u>6,057,957</u>
	<u>NET POSITION</u>		
Net Position			
Net investment in capital assets		300,311	30,202
Unrestricted		<u>1,136,001</u>	<u>334,204</u>
Total Net Position		<u>\$ 1,436,312</u>	<u>\$ 364,406</u>

See independent auditors' report and accompanying notes to financial statements

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(Component Unit of the Municipality of Upper Dublin)

Statements of Revenues, Expenses, and Changes in Net Position

For the Years Ended December 31, 2019 and 2018

	<u>2019</u>	<u>2018</u>
Operating revenues	\$ 554,450	\$ 539,201
Operating and administrative expenses	<u>202,320</u>	<u>214,469</u>
Operating Income (Loss)	<u>352,130</u>	<u>324,732</u>
Non-operating Revenues		
Investment income	126,663	-
Interest expense	(165,898)	-
Grants	<u>759,011</u>	<u>-</u>
Total Non-operating Revenues	<u>719,776</u>	<u>-</u>
Increase in Net Position	1,071,906	324,732
Net Position, Beginning of Year	<u>364,406</u>	<u>39,674</u>
Net Position, End of Year	<u>\$ 1,436,312</u>	<u>\$ 364,406</u>

See independent auditors' report and accompanying notes to financial statements

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(Component Unit of the Municipality of Upper Dublin)

Statements of Cash Flows

For the Years Ended December 31, 2019 and 2018

	<u>2019</u>	<u>2018</u>
Cash flows from operating activities:		
Cash received from customers	\$ 554,450	\$ 539,201
Cash paid to suppliers of goods and services	(185,452)	(196,694)
Cash paid for salaries and benefits	<u>(16,868)</u>	<u>(17,775)</u>
Net cash provided by operating activities	<u>352,130</u>	<u>324,732</u>
Cash flows from investing activities:		
Interest and dividends received	<u>126,663</u>	<u>-</u>
Net cash provided by investing activities	<u>126,663</u>	<u>-</u>
Cash flows from capital and related financing activities:		
Construction in progress	(1,127,237)	(721,568)
Grants received	249,595	-
Proceeds from debt	-	6,000,000
Payments of debt	(170,000)	-
Interest paid	<u>(165,898)</u>	<u>-</u>
Net cash provided by (used in) capital and financing activities	<u>(1,213,540)</u>	<u>5,278,432</u>
Net increase in cash and cash equivalents	(734,747)	5,603,164
Cash and cash equivalents, beginning of year	<u>5,612,636</u>	<u>9,472</u>
Cash and cash equivalents, end of year	<u>\$ 4,877,889</u>	<u>\$ 5,612,636</u>
Reconciliation of net income to net cash used in operating activities:		
Net operating income (loss)	<u>\$ 352,130</u>	<u>\$ 324,732</u>
Interest paid	<u>\$ 165,898</u>	<u>\$ 140,779</u>

See independent auditors' report and accompanying notes to financial statements

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(Component Unit of the Municipality of Upper Dublin)

Notes to Financial Statements

December 31, 2019

NOTE 1. Summary of Significant Accounting Policies

Reporting Entity: Upper Dublin Township Municipal Authority (the Authority), a component unit of the Municipality of Upper Dublin was created as an operating authority on January 1, 2017 by the Township of Upper Dublin under the Municipal Authorities Act. The Authority was formed for the purpose of constructing, financing, and leasing projects related to transportation, storm water, and general economic development. The Authority is considered to be a component unit of Upper Dublin Township as the Township appoints the Board of Directors of the Authority and a financial benefit/burden relationship exists between the Township and the Authority.

Basis of Accounting: The accompanying financial statements have been prepared on the accrual basis of accounting, whereby revenues are recognized when earned and expenditures are recognized when incurred.

Cash and Cash Equivalents: The Authority's cash and cash equivalents are considered to be cash on hand, demand deposits, and short-term investments with maturities within three months or less from date of acquisition.

Fair Value Measurements: The Authority categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs.

Revenue Recognition: The Authority distinguishes between operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services in connection with the Authority's ongoing operation. All revenue and expenses not meeting this definition are reported as nonoperating revenues and expenses.

When an expense is incurred for purposes for which there are both restricted and unrestricted net position available, it is the Authority's policy to apply those expenses to restricted net position to the extent that such are available and then to unrestricted net position.

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(Component Unit of the Municipality of Upper Dublin)

Notes to Financial Statements

December 31, 2019

NOTE 1. Summary of Significant Accounting Policies (Continued)

Capital Assets: Capital assets, which include road systems and bridges, are defined by the Authority as assets with an initial, individual cost of more than \$25,000 and an estimated useful life in excess of two years. Such assets are recorded at historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair market value at the date of donation.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized. Major outlays for capital assets and improvements are capitalized as projects when constructed.

Capital assets are depreciated using the straight line method over the following estimated useful lives:

<u>Assets</u>	<u>Years</u>
Road systems and bridges	45-75 years

Capitalization of Interest: Interest expense and interest income that relate to the cost of acquiring or constructing fixed assets by the Authority are capitalized. Interest expense incurred in connection with construction with construction of capital assets has been reduced by interest earned on the investment of the funds borrowed for construction.

Long-term Obligations: In the financial statements, long-term debt and other long-term obligations are reported as liabilities. Bond premiums and discounts are deferred and amortized over the life of the bonds using the straight-line method, when applicable. Bonds payable are reported net of the applicable bond premium or discount.

Net Position: Net position includes the various net earnings from operating and nonoperating revenues, expenses and contributions of capital. Net position are classified in the following three components: invested in capital assets, net of related liabilities and debt; restricted for capital activity and debt services; and unrestricted net position. Invested in capital assets, net of related liabilities and debt, 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; debt related to unspent proceeds or other restricted cash and investments is excluded from the determination. Restricted represent cash and investments established for debt repayment under terms of the debt trust indenture. Unrestricted are amounts that do not meet the definitions above and are available for the Authority operations.

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(Component Unit of the Municipality of Upper Dublin)

Notes to Financial Statements

December 31, 2019

NOTE 1. Summary of Significant Accounting Policies (Continued)

Use of Estimates: The preparation of financial statements in conformity with generally accepted accounting principles require management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Reclassifications: Certain reclassification have been made to the prior year financial statements in order for them to be in conformity with the current year presentation.

Subsequent Events: The Authority has evaluated events and transactions for potential recognition or disclosure in the financial statements through the date of this report, which is the date the statements were available for release. No subsequent events have been recognized or disclosed.

The Authority has evaluated events and transactions for potential recognition or disclosure in the financial statements through the date of this report, which is the date the statements were available for release. In December 2019, a novel strain of coronavirus (COVID-19) surfaced. The spread of COVID-19 around the world in the first quarter of 2020 has caused significant volatility in U.S. and international markets. There is significant uncertainty around the breadth and duration of business disruptions related to COVID-19, as well as its impact on the U.S. and international economies and, as such, the Authority is unable to determine if it will have a material impact to its operations.

NOTE 2. Budgets and Budgetary Accounting

Annual budgets are adopted on the cash basis of accounting.

The Authority follows these procedures in establishing the budget:

1. During November a preliminary budget is presented.
2. In December the final budget is adopted.
3. All budget revisions require the approval of the Authority.
4. Budgetary control is maintained at the account level.
5. The budget is adopted on the cash basis of accounting. All appropriations lapse at year end.

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(Component Unit of the Municipality of Upper Dublin)

Notes to Financial Statements

December 31, 2019

NOTE 3. Cash and Investments

State law allows the Authority to invest in obligations of the United States of America, the Commonwealth of Pennsylvania, or any agency or instrumentality of either, which are secured by the full faith and credit of such entity. The law also allows for the Authority to invest in certificates of deposit of banks, savings and loans, and savings banks both within and outside the Commonwealth of Pennsylvania, provided such amounts are insured by the Federal Deposit Insurance Corporation (FDIC) or other like insurance, and that deposits in excess of such insurance are collateralized by the depository.

The state also imposes limitations with respect to the amount of investment in certificates of deposit to the extent that such deposits may not exceed 20% of a bank's total capital surplus or 20% of a savings and loans or savings bank's assets, net of its liabilities. The Authority may also invest in shares of registered investment companies, provided that investments of the Authority are authorized investments, as noted above.

Custodial Credit Risk-Deposits: The Authority's cash equivalent investments in PLGIT are not subject to custodial credit risk because they are not evidenced by securities that exist in physical or book entry form. The Authority's position in the external investment pool is the same as the value of the pool shares and is reported at amortized cost which approximates fair value. PLGIT activities are invested directly in a portfolio of securities, which are held by a third-party custodian. All investments in an external investment pool that is not SEC registered are subject to oversight by the Commonwealth of Pennsylvania. The Authority can withdraw funds from the external investment pool without limitation or fee upon adequate notice.

At December 31, 2019 and 2018, the total of PLGIT bank balances was \$5,612,636 and \$9,472, respectively.

Custodial Credit Risk-Investments: For an investment, this is the risk that, in the event of a failure of the counterparty, the Authority will not be able to recover the value of its investments or collateral securities that are in possession of an outside party. The risks of default are eliminated due to the constraints imposed upon allowable investment instruments through state limitations as discussed above.

Interest Rate Risk: The Authority has no formal investment policy that limits investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates. All investments have an average maturity of less than one year.

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(Component Unit of the Municipality of Upper Dublin)

Notes to Financial Statements

December 31, 2019

NOTE 3. Cash and Investments (Continued)

Credit Risk: This is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. State law limits the investment of governmental funds as described above. The Authority does not have a formal investment policy for credit risk. PLGIT investments are classified as AAAM.

Concentration of Credit Risk: This is the risk of loss attributed to the magnitude of a government's investment in a single issuer. The concentration of credit risk in investments of external investment pools is not required to be disclosed.

NOTE 4. Capital Assets

Capital asset activity for the year ended December 31, 2019 was as follows:

	Balance December 31, <u>2018</u>	<u>Additions</u>	<u>Deletions</u>	Balance December 31, <u>2019</u>
Capital Assets not being depreciated				
Construction in Progress	\$ 809,727	\$ 1,121,702	\$ -	\$ 1,931,429
Total Capital Assets, net	<u>\$ 809,727</u>	<u>\$ 1,121,702</u>	<u>\$ -</u>	<u>\$ 1,931,429</u>

NOTE 5. Long Term Debt

In 2018, the Authority issued \$6 million in lease rental debt to fund the Fort Washington Park improvements. The notes were issued at an interest rate of 2.825% and will mature in 2043.

Changes in long term debt for 2019 are as follows:

	Balance December 31, <u>2018</u>	<u>Additions</u>	<u>Deletions</u>	Balance December 31, <u>2019</u>	Amounts due within <u>one year</u>
2018 Debt Issue	<u>\$ 6,000,000</u>	<u>\$ -</u>	<u>\$ 170,000</u>	<u>\$ 5,830,000</u>	<u>\$ 175,000</u>

The debt is secured by the full faith and taxing credit of the Township but the debt will be repaid by assessments charged to the property owned based on their assessed property valuations.

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(Component Unit of the Municipality of Upper Dublin)

Notes to Financial Statements

December 31, 2019

NOTE 5. Long Term Debt (Continued)

Aggregate maturities on long term debt as of December 31, 2019 are as follows:

	<u>Principal</u>
2020	\$ 175,000
2021	180,000
2022	185,000
2023	190,000
2024	195,000
2025-2029	1,057,000
2030-2034	1,210,000
2035-2039	1,386,000
2040-2044	<u>1,252,000</u>
	<u>\$ 5,830,000</u>

Interest Rate Management

The Authority has notes outstanding with Delaware Valley Regional Finance Authority (DVRFA) as described below. The DVRFA has issued bonds to provide funds for these loans and has entered into interest rate swap agreements with Bank of America (BANA) and Citibank. The objective is to reduce the costs of participants in the DVRFA Loan Program and to enhance the ability of participants to manage their interest rate risks. The interest rate swaps serve as hedges against swings in the cash flows that would be required to repay outstanding debt.

Terms: The significant terms of the interest rate swap was as follows:

<u>Date of Issue</u>	<u>Maturity Date</u>	<u>Principal Outstanding</u>	<u>Type of Note</u>	<u>Rates in Effect at Year End</u>	<u>Market Value</u>
2018	2043	\$ 5,830,000	Fixed	2.745%	\$ 848,406

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(Component Unit of the Municipality of Upper Dublin)

Notes to Financial Statements

December 31, 2019

NOTE 5. Long Term Debt (Continued)

Interest Rate Risk: The Authority has the option under the loan agreements to pay a variable rate of interest or a fixed rate. If the Authority elects the variable rate, the interest rate, based upon the Securities Industry and Financial Markets Association Municipal Swap Index (the "Municipal Swap Index"), adjusts weekly with a maximum interest rate of 15%. If the Authority elects a fixed rate, the rate, with terms and conditions selected by the Authority, would be set based upon the fixed rate swap market at that time with a new confirm executed by DVRFA under the DVRFA Swap Agreement. The Authority has the option to convert all or a portion of the variable rate notes to a fixed rate at any time to mitigate the exposure to changes in interest rates.

Basis Risk: The Authority does not have a basis risk.

Credit Risk: The Authority is exposed to credit risk on the swaps only when their fair values are negative or liabilities. At December 31, 2019, the swap had a positive fair value and the maximum amount of loss due to credit risk is zero. The long term unsecured, senior debt ratings of DVRFA are currently A2 and A+ by Moody's and Standards & Poor's, respectively.

Termination Risk: The Authority is obligated to pay any termination payment associated with the portion of the DVRFA Swap Agreement allocable to the applicable note. A termination payment may be incurred due to the termination of all or a portion of the DVRFA Swap Agreement with the mutual consent of DVRFA, BANA, Citibank, and the Authority. These termination payments could be triggered in the event of (i) a payment default by the Authority under the Loan Agreement, (ii) a payment default by DVRFA, BANA, or Citibank under the DVRFA Swap Agreement, (iii) the occurrence of events that may precipitate a payment default by DVRFA, BANA, or Citibank or (iv) the downgrading of the long term, unsecured, senior debt ratings of BANA, Citibank, or DVRFA.

In all instances of termination, except a payment default on a note converted to a fixed rate, DVRFA would seek to replace the DVRFA Swap Agreement with a new interest rate swap agreement with similar terms and conditions. The amount of the termination payment is determined by the market value of the DVRFA Swap Agreement; therefore, the cost or income of the replacement swap should offset the cost or income from the termination payment.

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(Component Unit of the Municipality of Upper Dublin)

Notes to Financial Statements

December 31, 2019

NOTE 5. Long Term Debt (Continued)

DVRFA may not be able to secure the replacement interest rate swap if the swap market is not functioning normally or if DVRFA does not have access to the swap market. If DVRFA was obligated to make a payment and sufficient funds were not available, DVRFA could access each borrower its allocable share of the termination payment.

The estimated termination payment (i.e., the market value) for the DVRFA Swap Agreement allocable to the Authority debt as of December 31, 2019, is shown in the table on the previous page. In the event of a termination payment, DVRFA would assess the net loss, if any, to the Authority. Any net gain on the termination payment allocable to variable rate Notes would be retained by DVRFA.

Rollover Risk: This is the risk that the derivative does not last as long as the associated debt is outstanding. There is rollover risk on the interest rate swaps only to the extent that the swaps may be terminated prior to the maturity of the debt, as described above. Absent a termination event, the swap is schedule to mature at the same time as the related debt.

Market Access Risk: The Authority does not have this risk.

NOTE 6. Commitments

Management Agreement: During 2017, the Authority signed an intergovernmental agreement with the Township for provision of services. Under the terms of the agreement, the Township will provide all relevant and related management, administrative insurance accounting, audit, operations and maintenance requirements of the Authority in regard to projects implemented by the Authority. The Authority will pay the employees at their regular Township hourly rates. Other appropriate costs will be passed through to the Authority. The agreement is for the life of the Authority.

UPPER DUBLIN TOWNSHIP MUNICIPAL AUTHORITY
(Component Unit of the Municipality of Upper Dublin)

Notes to Financial Statements

December 31, 2019

NOTE 7. Risk Management and Contingencies

The Authority 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 the Authority carries commercial insurance.

In the normal course of business, there are various relatively minor claims and suits pending against the Authority, none of which materially affect the financial position of the Authority. At the present time, there are no unasserted claims or significant litigation matters pending.