

**EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)**

ANNUAL FINANCIAL REPORT

Year Ended December 31, 2017



Certified Public Accountants and Business Consultants

INTRODUCTORY SECTION

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)

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YEAR ENDED DECEMBER 31, 2017

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FINANCIAL SECTION

Independent Auditors' Report

To the Members
Easttown Municipal Authority
Devon, Pennsylvania

We have audited the accompanying financial statements of the Easttown Municipal Authority (a component unit of Easttown Township), which comprise the statement of assets, liabilities and net position--modified cash basis as of December 31, 2017, and the related statements of revenues, expenses and changes in net position--modified cash basis and cash flows--modified cash basis for the year then ended and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Easttown Municipal Authority's management is responsible for the preparation and fair presentation of these financial statements in accordance with the modified cash basis of accounting described in Note B; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Management is also responsible for 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 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. 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 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 opinion.

To the Members
Easttown Municipal Authority
Devon, Pennsylvania

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the assets, liabilities and net position of the Easttown Municipal Authority as of December 31, 2017, and its revenues and expenses during the year then ended in accordance with the modified cash basis of accounting described in Note B.

Basis of Accounting

We draw attention to Note B of the financial statements, which describes the basis of accounting. The financial statements are prepared on the modified cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Other Matter

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that management's discussion and analysis on pages 4 through 7 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.

Maille LLP

West Chester, Pennsylvania
May 10, 2018

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)
 MANAGEMENT'S DISCUSSION AND ANALYSIS (Unaudited)
 YEAR ENDED DECEMBER 31, 2017

The management of the Easttown Municipal Authority offers the readers of the Authority's basic financial statements this narrative overview and analysis of the financial activities of the Authority for the fiscal year ended December 31, 2017. We encourage readers to consider the information presented here in conjunction with additional information that can be found in the Authority's basic financial statements in the financial section of this report.

OVERVIEW OF THE BASIC FINANCIAL STATEMENTS

This discussion and analysis is intended to serve as an introduction to the Authority's basic financial statements. The Authority's basic financial statements are comprised of two components: (1) financial statements and (2) notes to the basic financial statements.

Components of the Annual Financial Report

Management's Discussion and Analysis	Basic Financial Statements	Notes to the Basic Financial Statements
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Basic Financial Statements

The basic financial statements are comprised of the statement of assets, liabilities and net position--modified cash basis and the statement of revenues, expenses and changes in net position--modified cash basis. These statements are designed to provide readers with a broad overview of the Authority's finances utilizing the modified cash basis of accounting.

The statement of assets, liabilities and net position--modified cash basis presents information on all the Authority's assets and liabilities, including capital assets and long-term liabilities, with the difference between the two reported as net position. Over time, the increases or decreases in net position may serve as a useful indicator of whether the financial position of the Authority as a whole is improving or deteriorating.

The statement of revenues, expenses and changes in net position--modified cash basis presents information showing how the Authority's net position changed during the most recent fiscal year.

Notes to the Basic Financial Statements

The notes provide additional information that is essential to a full understanding of the data provided in the basic financial statements. The notes to the basic financial statements are found in the following pages of this report.

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)
MANAGEMENT'S DISCUSSION AND ANALYSIS (Unaudited)
YEAR ENDED DECEMBER 31, 2017

Basis of Accounting

The Authority has elected to present its financial statements on a modified cash basis of accounting. The modified cash basis is a basis of accounting other than generally accepted accounting principles. Basis of accounting is a reference to when financial events are recorded, such as the timing for recognizing revenues, expenses and their related assets and liabilities. Under the Authority's modified cash basis of accounting, revenues and expenses and related assets and liabilities are recorded when they result from cash transactions, except for the recording of long-term debt, depreciation and amortization expense on capital assets and deferred charges in the basic financial statements.

FINANCIAL ANALYSIS OF THE AUTHORITY AS A WHOLE

The analysis below focuses on net position and changes in net position of the Authority's business-type activities.

Condensed Statements of Net Position--Modified Cash Basis
December 31, 2017 and 2016

	December 31,		Variance	
	2017	2016	Amount Increase (Decrease)	%
ASSETS				
Cash	\$ 3,959,797	\$ 2,114,744	\$ 1,845,053	87.25%
Due from Easttown Township	-	1,316,709	(1,316,709)	-100.00%
Capital assets, net	12,873,834	13,318,664	(444,830)	-3.34%
Bond discounts, net	221,480	235,929	(14,449)	-6.12%
TOTAL ASSETS	<u>17,055,111</u>	<u>16,986,046</u>	<u>69,065</u>	0.41%
DEFERRED OUTFLOWS OF RESOURCES				
Deferred charge on refunding, net	119,701	133,055	(13,354)	-10.04%
LIABILITIES				
Bonds payable	19,950,977	20,722,575	(771,598)	-3.72%
NET POSITION				
Net investment in capital assets	(5,364,595)	(6,317,022)	952,427	15.08%
Unrestricted	2,588,430	2,713,548	(125,118)	-4.61%
TOTAL NET POSITION	<u>\$ (2,776,165)</u>	<u>\$ (3,603,474)</u>	<u>\$ 827,309</u>	22.96%

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)
MANAGEMENT'S DISCUSSION AND ANALYSIS (Unaudited)
YEAR ENDED DECEMBER 31, 2017

**Condensed Statements of Revenues, Expenses and
Changes in Net Position--Modified Cash Basis
Years Ended December 31, 2017 and 2016**

	December 31,		Variance	
	2017	2016	Amount Increase (Decrease)	%
OPERATING REVENUES				
Sewer lease	\$ 1,444,524	\$ 1,448,174	\$ (3,650)	-0.25%
Sewer rents and fees	239,440	17,440	222,000	1272.94%
Other income	740,699	-	740,699	100.00%
	<u>2,424,663</u>	<u>1,465,614</u>	<u>959,049</u>	65.44%
TOTAL OPERATING REVENUES				
OPERATING EXPENSES				
Administrative expenses	10,621	8,112	2,509	30.93%
Sewer system upgrades	14,491	37,006	(22,515)	-60.84%
Depreciation and amortization	845,111	857,556	(12,445)	-1.45%
	<u>870,223</u>	<u>902,674</u>	<u>(32,451)</u>	-3.59%
TOTAL OPERATING EXPENSES				
OPERATING INCOME	1,554,440	562,940	991,500	176.13%
NONOPERATING REVENUES (EXPENSES)	<u>(727,131)</u>	<u>625,866</u>	<u>(1,352,997)</u>	216.18%
INCOME BEFORE TRANSFER	827,309	1,188,806	(361,497)	30.41%
TRANSFER FROM EASTTOWN TOWNSHIP	<u>-</u>	<u>40,000</u>	<u>(40,000)</u>	-100.00%
CHANGE IN NET POSITION	827,309	1,228,806	<u>\$ (401,497)</u>	32.67%
NET POSITION AT BEGINNING OF YEAR	<u>(3,603,474)</u>	<u>(4,832,280)</u>		
NET POSITION AT END OF YEAR	<u>\$ (2,776,165)</u>	<u>\$ (3,603,474)</u>		

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)
MANAGEMENT'S DISCUSSION AND ANALYSIS (Unaudited)
YEAR ENDED DECEMBER 31, 2017

ECONOMIC FACTORS AND NEXT YEAR'S BUDGET AND RATES

During 2017, the EMA continued its progress in implementing its multi-year capital plan for sanitary sewer systems to address operational and capacity issues:

- Sharp's Wood Gravity Main and Force Main Replacement Project - Design and permitting is near completion. The EMA is not proceeding with the project until the sale of the Valley Creek Trunk Sewer is finalized.
- Daylesford Pumping Station Upgrade and Retrofit - The contractor completed its work. The station is operational.
- Berwyn Pumping Station Retrofit - The Township finalized the installation of replacement pumps associated with the retrofit.
- Newtown Pumping Station Retrofit - The Township finalized the installation of sound attenuation equipment associated with the recent retrofit.
- Inflow and Infiltration (I&I) - Flows continued to trend downward. The Township installed meters such that flow at each station could be determined on an hour by hour basis. The EMA's Engineer and the Township's Staff regularly reviewed the data provided by the meters. Also, the Township and the EMA coordinated with the PADEP regarding the Township's Capacity Management Plan. Finally, township established a plan for implementing I&I abatement in 2018.
- Valley Creek Trunk Sewer - The prospective sale of the system remains pending.
- Professional Services - The Township engaged ARRO as its consulting engineer and Buckley Brion as its legal counsel.

CONTACTING THE AUTHORITY'S FINANCIAL MANAGEMENT

This report is designed to provide a general overview of the Authority's finances and to demonstrate the Authority's accountability for the money it receives. If you have questions about this report or need additional financial information, contact the Authority's Administrator, at 566 Beaumont Road, Devon, PA 19333 or telephone at 610-687-3000.

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)
STATEMENT OF ASSETS, LIABILITIES AND NET
POSITION--MODIFIED CASH BASIS
DECEMBER 31, 2017

ASSETS	
Cash	\$ 3,959,797
Capital assets, net	12,873,834
Bond discounts, net	<u>221,480</u>
TOTAL ASSETS	<u>17,055,111</u>
DEFERRED OUTFLOWS OF RESOURCES	
Deferred charge on refunding, net	<u>119,701</u>
LIABILITIES	
Portion due or payable within one year	
Bonds payable	795,000
Portion due or payable after one year	
Bonds payable	19,090,000
Bond premium, net	<u>65,977</u>
TOTAL LIABILITIES	<u>19,950,977</u>
NET POSITION	
Net investment in capital assets	(5,364,595)
Unrestricted	<u>2,588,430</u>
TOTAL NET POSITION	<u>\$ (2,776,165)</u>

See accompanying notes to the basic financial statements.

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)
STATEMENT OF REVENUES, EXPENSES AND CHANGES IN
NET POSITION--MODIFIED CASH BASIS
YEAR ENDED DECEMBER 31, 2017

OPERATING REVENUES	
Sewer rents and fees	\$ 239,440
Sewer lease	1,444,524
Other income	<u>740,699</u>
TOTAL OPERATING REVENUES	<u>2,424,663</u>
OPERATING EXPENSES	
Administrative expenses	10,621
Sewer system upgrades	14,491
Depreciation and amortization	<u>845,111</u>
TOTAL OPERATING EXPENSES	<u>870,223</u>
OPERATING INCOME	<u>1,554,440</u>
NONOPERATING REVENUES (EXPENSES)	
Investment income	16,357
Interest expense	<u>(743,488)</u>
TOTAL NONOPERATING REVENUES (EXPENSES)	<u>(727,131)</u>
CHANGE IN NET POSITION	827,309
NET POSITION AT BEGINNING OF YEAR	<u>(3,603,474)</u>
NET POSITION AT END OF YEAR	<u>\$ (2,776,165)</u>

See accompanying notes to the basic financial statements.

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)
STATEMENT OF CASH FLOWS--MODIFIED CASH BASIS
YEAR ENDED DECEMBER 31, 2017

CASH FLOWS FROM OPERATING ACTIVITIES	
Cash received from rental and tapping fees	\$ 1,683,964
Other receipts	740,699
Payments to suppliers	<u>(25,112)</u>
NET CASH PROVIDED BY OPERATING ACTIVITIES	<u>2,399,551</u>
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES	
Transfer from Easttown Township	<u>1,316,709</u>
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES	
Interest paid on capital debt	(722,283)
Acquisition, construction and improvement of capital assets	(400,281)
Principal paid on bonds	<u>(765,000)</u>
NET CASH USED BY CAPITAL AND RELATED FINANCING ACTIVITIES	<u>(1,887,564)</u>
CASH FLOWS FROM INVESTING ACTIVITIES	
Interest income	<u>16,357</u>
NET INCREASE IN CASH	1,845,053
CASH AT BEGINNING OF YEAR	<u>2,114,744</u>
CASH AT END OF YEAR	<u>\$ 3,959,797</u>
RECONCILIATION OF OPERATING INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES	
Operating income	\$ 1,554,440
Adjustments to reconcile operating income to net cash provided by operating activities	
Depreciation and amortization	<u>845,111</u>
NET CASH PROVIDED BY OPERATING ACTIVITIES	<u>\$ 2,399,551</u>

See accompanying notes to the basic financial statements.

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)
NOTES TO THE BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2017

NOTE A - ORGANIZATION

Easttown Municipal Authority (the "Authority") is a component unit of Easttown Township (the "Township") and is incorporated under the Municipal Authorities Act of the Commonwealth of Pennsylvania. The Authority was created for the purpose of operating and maintaining the facilities necessary to furnish the collection and treatment of sewage waste in the Township.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The basic financial statements of the Authority are prepared on the modified cash basis of accounting. Revenues are recognized when received rather than when earned, with the exception of the proceeds of long-term debt. Expenses are recognized when cash is disbursed rather than when the obligation is incurred, with the exception of deferred charges and depreciation. These financial statements are not intended to present results of operations in accordance with accounting principles generally accepted in the United States of America.

Capital Assets

Capital assets are stated at cost. The Authority defines capital assets as assets with an initial individual cost of more than \$5,000 and an estimated useful life in excess of two years. The cost of repairs, maintenance and minor replacements is charged to expense. Depreciation is being provided on a straight-line method based upon the following estimated useful lives of the assets:

	<u>Years</u>
Buildings	25
Equipment	20

Deferred Charges

Financing costs are being amortized on a straight-line basis over the terms of the bonds.

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of assets, liabilities and net position--modified cash basis will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, deferred outflows of resources, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The Authority's deferred charge on refunding is qualified for reporting in this category.

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)
NOTES TO THE BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2017

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

In addition to liabilities, the statement of assets, liabilities and net position--modified cash basis will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, deferred inflows of resources, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The Authority has no types of items that qualify for reporting in this category.

Use of Estimates

The preparation of financial statements in conformity with the modified cash basis of accounting requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

NOTE C - DEPOSITS AND INVESTMENTS

Custodial Credit Risk - Deposits

Custodial credit risk is the risk that, in the event of a bank failure, the Authority's deposits may not be returned to it. The Authority does not have a formal deposit policy for custodial credit risk. As of December 31, 2017, \$3,459,797 of the Authority's bank balance of \$3,959,797 was exposed to custodial credit risk. This uninsured amount was collateralized by funds held by the pledging bank's trust department but not in the Authority's name.

Credit Risk

Pennsylvania statutes authorize the Authority to invest in: 1) obligations, participations and other instruments of any Federal agency, 2) repurchase agreements with respect to U.S. Treasury bills or obligations, 3) negotiable certificates of deposit, 4) bankers' acceptances, 5) commercial paper, 6) shares of an investment company registered under the Investment Company Act of 1940 whose shares are registered under the Securities Act of 1933, and 7) savings or demand deposits. The specific conditions under which the Township may invest in these categories are detailed in Pennsylvania Act No. 53 of 1973, as amended by Pennsylvania Act No. 10 of 2016. Investments are stated at fair value.

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)
NOTES TO THE BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2017

NOTE D - CAPITAL ASSETS

Capital assets consist of:

	Beginning Balance	Increases	Decreases	Ending Balance
CAPITAL ASSETS NOT BEING DEPRECIATED				
Land	\$ 294,170	\$ -	\$ -	\$ 294,170
CAPITAL ASSETS BEING DEPRECIATED				
Buildings and improvements	800,746	-	-	800,746
Machinery and equipment	18,379,213	400,281	-	18,779,494
TOTAL CAPITAL ASSETS BEING DEPRECIATED	19,179,959	400,281	-	19,580,240
Accumulated depreciation				
Buildings and improvements	(358,093)	(30,925)	-	(389,018)
Machinery and equipment	(5,797,372)	(814,186)	-	(6,611,558)
TOTAL ACCUMULATED DEPRECIATION	(6,155,465)	(845,111)	-	(7,000,576)
TOTAL CAPITAL ASSETS BEING DEPRECIATED, net	13,024,494	(444,830)	-	12,579,664
CAPITAL ASSETS, net	\$ 13,318,664	\$ (444,830)	\$ -	\$ 12,873,834

NOTE E - LONG-TERM DEBT

As of December 31, 2017, bonds payable consisted of the following individual issues:

Guaranteed Sewer Revenue Bonds, Series of 2011, due in annual installments through 2036, bearing interest at fixed rates of 1.25% to 4.20%	\$ 8,950,000
Guaranteed Sewer Revenue Bonds, Series of 2012, due in annual installments through 2032, bearing interest at fixed rates of 1% to 3.25%	5,165,000
Guaranteed Sewer Revenue Bonds, Series of 2013, due in annual installments through 2025, bearing interest at fixed rates of 2.0% to 3.0%	2,095,000
Guaranteed Sewer Revenue Bonds, Series of 2014, due in annual installments through 2027, bearing interest at fixed rates of 1.75% to 4.0%	3,675,000
	<u>\$ 19,885,000</u>

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)
NOTES TO THE BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2017

NOTE E - LONG-TERM DEBT (Continued)

The debt service requirements are as follows:

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Totals</u>
2018	\$ 795,000	\$ 654,348	\$ 1,449,348
2019	815,000	633,143	1,448,143
2020	835,000	612,942	1,447,942
2021	850,000	594,963	1,444,963
2022	875,000	575,433	1,450,433
2023 to 2027	4,755,000	2,503,264	7,258,264
2028 to 2032	5,595,000	1,704,570	7,299,570
2033 to 2036	5,365,000	572,825	5,937,825
	<u>\$ 19,885,000</u>	<u>\$ 7,851,488</u>	<u>\$ 27,736,488</u>

Changes in Long-Term Debt

Long-term debt activity was as follows:

	<u>Balance January 1, 2017</u>	<u>Additions</u>	<u>Reductions</u>	<u>Balance December 31, 2017</u>	<u>Amount Due Within One Year</u>
GUARANTEED SEWER					
REVENUE BONDS					
Series of 2011	\$ 9,165,000	\$ -	\$ (215,000)	\$ 8,950,000	\$ 225,000
Series of 2012	5,190,000	-	(25,000)	5,165,000	25,000
Series of 2013	2,120,000	-	(25,000)	2,095,000	30,000
Series of 2014	4,175,000	-	(500,000)	3,675,000	515,000
	<u>\$ 20,650,000</u>	<u>\$ -</u>	<u>\$ (765,000)</u>	<u>\$ 19,885,000</u>	<u>\$ 795,000</u>

EASTTOWN MUNICIPAL AUTHORITY
(A Component Unit of Easttown Township)
NOTES TO THE BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2017

NOTE F - SEWER SYSTEM LEASE

The Authority leases sewer system facilities to the Township under a lease agreement dated November 1, 1998, amended January 1, 2004 and February 15, 2004. The lease calls for the Township to maintain the sewer system and to pay, from revenues of the sewer system and other available funds, rentals in such amounts as shall be sufficient to pay the principal and interest on the bonds issued by the Authority. The lease commenced November 1, 1998 and expires December 1, 2027. Lease rental income was \$1,444,524 for the year ended December 31, 2017.

NOTE G - SEWERAGE PROCESSING AGREEMENTS

The Authority entered into a sewerage processing agreement with the Valley Forge Joint Sewer Authority (comprised of the Valley Forge Sewer Authority, Tredyffrin Authority, Malvern Authority, Willistown Authority, East Whiteland Authority and Easttown Authority) and the Valley Creek Trunk Sewer agreement (comprised of the Valley Forge Joint Sewer Authority members listed above). These agreements were in effect through 2011. The members have agreed to continue operating under the existing agreement until such time as the Act 537 plans for each of the agreements are approved by the DEP. The new Act 537 plans will re-establish the members' operating costs based upon revised flows being acquired through the rehabilitation of the infrastructure.