Basic Financial Statements and Required Supplementary Information and Supplemental Schedule of Expenditures of Federal Awards

June 30, 2022

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#### **INDEPENDENT AUDITORS' REPORT**

To the Board of Directors of Puerto Rico Water Pollution Control Revolving Loan Fund

#### Report on the Audit of the Financial Statements

#### **Opinion**

We have audited the accompanying statement of net position of the Puerto Rico Water Pollution Control Revolving Loan Fund ("the Revolving Fund") as of June 30, 2022, and the related statements of revenues, expenses and changes in net position and cash flows for the year then ended, and the related notes to the basic financial statements, which collectively comprise the Revolving Fund's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Revolving Fund as of June 30, 2022, and the related changes in its net position and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

#### **Basis for Opinion**

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Revolving Fund, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Revolving Fund's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.





To the Board of Directors of Puerto Rico Water Pollution Control Revolving Loan Fund Page 2



#### Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS and Government Auditing Standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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
  Revolving Fund's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Revolving Fund's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.



To the Board of Directors of Puerto Rico Water Pollution Control Revolving Loan Fund Page 3



# 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.

# Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the basic financial statements as a whole. The accompanying schedule of expenditures of federal awards, as required by *Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance), is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.



To the Board of Directors of Puerto Rico Water Pollution Control Revolving Loan Fund Page 4



# Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 21, 2023, on our consideration of the Puerto Rico Water Pollution Control Revolving Loan Fund ("the Revolving Fund") internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Revolving Fund's internal control over financial reporting and compliance.



San Juan, Puerto Rico June 21, 2023 License No. LLC-322 Expires December 1, 2023 Galindez LLC

# Management's Discussion and Analysis (Unaudited)

June 30, 2022

As financial management of the Puerto Rico Water Pollution Control Revolving Fund (the Revolving Fund), we offer readers of the Revolving Fund's financial statements this narrative overview and analysis of the Revolving Fund's financial performance during fiscal year ended June 30, 2022. This discussion and analysis is designed to assist the reader in focusing on the significant financial matters and activities and to identify any significant changes in the net position of the Revolving Fund. We encourage readers to consider the information presented here in conjunction with the basic financial statements as a whole, which follow this section.

# Financial Highlights

- Restricted net position increased approximately \$17.8 million or 3.02%.
- Operating loss was approximately (\$269) thousand for fiscal year 2022, a decrease of approximately \$43 million when compared to the prior year.
- Grants and contributions received had an increase of approximately \$2.3 million or 13.39% when compared
  to the prior year.
- Contributions to others decreased by \$1.6 million or -51.76% when compared to prior fiscal year.
- Loan disbursements made during the fiscal year 2022 to finance capital improvement programs amounted to approximately \$18 million, an increase of approximately \$5.6 million, or 45%, from approximately \$12.4 million disbursed during the previous fiscal year.

# Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the Revolving Fund's basic financial statements, which are comprised of the basic financial statements and the notes to the basic financial statements. Since the Revolving Fund is comprised of a single enterprise fund, no fund level financial statements are shown.

#### **Basic Financial Statements**

The basic financial statements are designed to provide readers with a broad overview of the Revolving Fund's finances, in a manner similar to a private-sector business.

Management's Discussion and Analysis (Unaudited) - (continued)

June 30, 2022

The statement of net position presents information on all of the Revolving Fund's assets and liabilities, with the difference between the two reported as net position. Net position increases when revenues exceed expenses. Increases in assets without a corresponding increase to liabilities result in increased net position, which indicate an improved financial position.

The statement of revenues, expenses, and changes in net position presents information showing how an entity's net position changed during the fiscal year. All changes in net position are reported as soon as the underlying event occurs, regardless of timing of related cash flows.

The last of the required financial statements is the statement of cash flows. This statement reports cash receipts, cash payments, and net changes in cash resulting from operating, investing, and capital and non-capital financing activities and provides answers to such questions as where did cash came from, what was cash used for, and what was the change in the cash balance during the reporting period.

#### 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.

# Financial Analysis

Net position may serve, over time, as a useful indicator of whether a governmental entity's financial position is improving or deteriorating. In the case of the Revolving Fund, assets exceeded liabilities by approximately \$607 million as of June 30, 2022. This represents an increase of approximately \$17.8 million or 3.02% over net position as of June 30, 2021. The total amount of net position is restricted as it only serves the purpose provided by the enabling legislation of providing loans and financing of drinking water infrastructure facilities. As of June 30, 2022, most of the outstanding loans have been granted to the Puerto Rico Aqueduct and Sewer Authority (PRASA).

The operation of the Revolving Fund is subject to the capital financing requirements of PRASA, and/or any other qualifying entity, and therefore, loan origination activity will be determined on an annual basis, depending upon PRASA's and/or any other qualifying entity's needs.

Management's Discussion and Analysis (Unaudited) – (continued)

June 30, 2022

Condensed financial information on assets, liabilities, and restricted net position is presented below (in thousands):

	June 30,				Change			
	2022 2021			A	mount	Percent		
Assets:								
Restricted cash and cash equivalents	\$	176,237	\$	168,265	\$	7,972	4.74%	
Loans receivable		431,142	419,827			11,315	2.70%	
Contribution receivable from EPA		-		957		(957)	100.00%	
Interest receivable		401		762		(361)	-47.38%	
Total assets		607,780		589,811		17,969	3.05%	
Liabilities - accounts payable		783		626		157	25.08%	
Net position - restricted	\$	606,997	\$	589,185	\$	17,812	3.02%	

Restricted cash and cash equivalents at June 30, 2022 amounted to approximately \$176.2 million resulting in an increase of approximately \$7.9 million from approximately \$168.3 million as of June 30 2021, or an increase of 4.74%.

Loans receivable amount to approximately \$431.1 million, resulting in an increase of approximately \$11.3 million when compared to the previous year. The increase is mainly composed of collections of outstanding loans amounting to approximately \$6.7 million and new loans issued amounting to approximately \$18 million during the year ended on June 30, 2022.

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Management's Discussion and Analysis (Unaudited) – (continued)

June 30, 2022

Condensed financial information on revenues, expenses and change in net position is presented below (in thousands):

	June 30,					Change		
	2022		2021		Amount		Percent	
Operating revenues - interest on loans	\$	516	\$	397	\$	119	29.97%	
Operating recovery (expenses) -								
general and administrative		(785)		42,739		(43,524)	-101.84%	
Operating (loss) income		(269)		43,136		(43,405)	-100.62%	
Non-operating revenues (expenses)								
Interest income - deposits		377		166		211	127.11%	
Grants and contributions		19,200		16,933		2,267	13.39%	
Contributions to other								
governmental entities		(1,496)		(3,101)		1,605	-51.76%	
Changes in restricted net position		17,812		57,134		(39,322)	-68.82%	
Net position - beginning of year		589,185		532,051		57,134	10.74%	
Net position - end of year	\$	606,997	\$	589,185	\$	17,812	3.02%	

The change in restricted net position increased by approximately \$17.8 million when compared to the previous year. The increase is mainly related to the grants and contributions received of \$19.2 million and contributions made to others of approximately \$1.5 million. Note that grants are received to the extent disbursements are required under outstanding loans commitments.

Also interest on loans increased by \$119 thousand or 29.9% in relation to interest on loans outstanding.

Also, during the fiscal year ended on June 30, 2022, interest income on deposits increased by approximately \$211 thousand, due to an increase in restricted cash equivalents and market interest rates during the year ended on June 30, 2022.

#### Currently Known Facts

#### Financial Assistance Agreement

Through a letter dated November 21, 2022 and other supporting documentation, the Financial Oversight and Management Board approved a financial assistance agreement amounting to \$24.9 million between the Puerto Rico Department of Natural and Environmental Resources (DNER), Puerto Rico Infrastructure Financing Authority (PRIFA) and the Puerto Rico Aqueduct and Sewer Authority (PRASA) using funds from the Clean Water State Revolving Fund Program (the "Program") administered by the United States Environmental

Management's Discussion and Analysis (Unaudited) – (continued)

June 30, 2022

Protection Agency (EPA). The Agreement's structure breaks down the funding as follows: (i) \$22.5 million as an interest-bearing (1%) senior loan with a 30-year repayment period; and (ii) \$2.4 million as a non-interest bearing (0%) principal forgiveness loan. The Agreement arises from an operating agreement between the EPA and DNER signed on July 25, 2018, which enables PRASA to apply for additional loans and grants under the Program.

# Requests for Information

This financial report is designed to provide those interested with a general overview of the Revolving Fund's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to the Puerto Rico Water Pollution Control Revolving Fund, PO Box 42001, San Juan, Puerto Rico, 00940-2001.

# Statement of Net Position

June 30, 2022

# Assets

Current assets		
Loans receivable from Puerto Rico Aqueduct and Sewer Authority	\$	6,700,000
Loans receivable from Municipalities		17,986
Interest receivable	·	400,566
Total current assets		7,118,552
Non current assets		
Restricted cash and cash equivalents		176,237,270
Loans receivable from:		
Puerto Rico Aqueduct and Sewer Authority		407,244,608
Puerto Rico Electric Power Authority		17,142,876
Municipalities		36,843
Total non current assets		600,661,597
Total assets		607,780,149
Liabilities and Net Position		
Liabilities - accounts payable		782,644
Net position - restricted		606,997,505
Total liabilities and net position	\$	607,780,149

# Statement of Revenues, Expenses and Changes in Net Position

# For the Year Ended June 30, 2022

Operating income (expenses):	
Interest income on loans	\$ 516,008
General and administrative	(785,003)
Total operating expenses	(268,995)
Operating loss	(268,995)
Non-operating revenues (expenses):	
Interest income on deposits	377,187
Contributions from the U.S. Environmental Protection Agency- pass-through	
from the Puerto Rico Department of Natural and Environmental Resources	19,199,609
Contributions to other governmental entities	(1,495,811)
Total non-operating revenues, net	18,080,985
Change in net position	17,811,990
Net position - beginning of year	589,185,515
Net position - end of year	\$ 606,997,505

# Statement of Cash Flows

# For the Year Ended June 30, 2022

Cash flows from operating activities:		
Cash paid for general and administrative expenses	\$	(628,097)
Loan disbursements		(18,032,730)
Principal collected on loans		6,717,985
Interest received on loans		877,547
Net cash used in operating activities	_	(11,065,295)
Cash flows from investing activities -		
Interest received on deposits	_	377,187
Cash flows from non-capital financing activities:		
Contributions received from Department of Natural		
and Environmental Resources		20,156,635
Contributions paid to other governmental entities		(1,495,811)
Net cash provided by non-capital financing activities	_	18,660,824
Net change in restricted cash and cash equivalents		7,972,716
Restricted cash and cash equivalents - beginning of year		168,264,554
Restricted cash and cash equivalents - end of year	\$	176,237,270
Reconciliation of operating loss to net cash		
used in operating activities:		
Operating loss	\$	(268,995)
Adjustment to reconcile operating loss		
to net cash used in operating activities:		
Increase in loans receivable		(11,314,745)
Decrease in interest receivable		361,539
Increase in accounts payable	_	156,906
Net cash used in operating activities	\$	(11,065,295)

Notes to Basic Financial Statements

For the Year Ended June 30, 2022

# Note 1 - Reporting entity

Puerto Rico Water Pollution Control Revolving Fund (the Revolving Fund) was created by Act 44 of the Legislature of the Commonwealth of Puerto Rico (the Commonwealth) on June 21, 1988, as amended. The Revolving Fund was constituted separately and independently from any other funds or resources of the Commonwealth. It is presented as an enterprise fund of the Commonwealth.

The Revolving Fund is administered, pursuant to Act 416 of September 22, 2004, as amended, (the Act 416) by the Puerto Rico Department of Natural and Environmental Resources (DNER). Pursuant to the Act 416, DNER, on behalf of the Commonwealth, is authorized to enter into operating agreements and capitalization grant agreements with the U.S. Environmental Protection Agency (EPA). On August 2018, the Commonwealth enacted Act No. 171 of 2018, "Department of Natural and Environmental Resources Reorganization Plan", in which the former Puerto Rico Environmental Quality Board operations were merged into the Puerto Rico Department of Natural and Environmental Resources.

DNER, Puerto Rico Infrastructure Financing Authority (PRIFA), Puerto Rico Aqueduct and Sewer Authority (PRASA), entered on December 27, 2016, into a Memorandum of Understanding (MOU), subsequently amended on June 21, 2018, to include the Fiscal Agency and Financial Advisory Authority (FAFAA). Under the MOU, as amended, each party has agreed to assume specific responsibilities in connection with the operations of the Revolving Fund pursuant to the Operating Agreement entered between the EPA and the DNER on July 25, 2018. Pursuant to the MOU, as amended, DNER will remain as the administrator for the Revolving Fund, PRIFA will act as the operating agent to provide assistance with the financial and accounting activities, and FAFAA will conduct the financial capabilities analysis of any eligible assistance recipient of funds, provide the necessary information to the DNER and PRIFA to the extent as possible for the development of the different programs compliance reports reviews, provide oversight as fiscal agent, financial advisor and information agent of the Commonwealth to ensure that the monies are safeguarded in a trust structure and to ensure the proper administration.

On June 30, 2017, PRASA, PRIFA, DNER and the Puerto Rico Department of Health (DOH), entered into an Escrow Deposit Agreement (Escrow Agreement) with Banco Popular de Puerto Rico (BPPR or Escrow Agent). The Escrow Agreement was established, among other things, (1) to account for irrevocable escrow accounts, (2) hold deposit of the escrowed assets and (3) to apply such escrowed assets solely in accordance with the escrow agreement.

The Escrow Agreement emerged as part of and as a condition to the second amendment to the Forbearance Agreement as PRASA agreed to execute certain minimum payments to PRIFA for the sole benefit of the Revolving Fund.

#### Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 1 - Reporting entity - (continued)

Pursuant to the operating agreements with EPA, PRIFA is required to establish trust fund accounts to hold separate and apart from its assets or those of any of the agencies of the Commonwealth, in which it will deposit all funds received from borrowers of the Revolving Fund funds. PRASA will not have and will not exercise any dominion or control over the escrowed assets until the date that the Escrow Agent receives a certificate of compliance with the operating agreements with EPA and duly constituted in accordance with the laws of the Commonwealth.

# Amendments to the Operating Agreements and Memorandum of Understanding-Incorporation into Trust Agreement

Effective September 18, 2018, DNER and EPA entered into a revised Clean Water State Revolving Fund Operating Agreement (the Revolving Fund Operating Agreement). On September 18, 2018, PRIFA and DNER entered into an amendment to the December 27, 2016 memorandum of understanding between PRIFA and DNER attached to and referenced in the Revolving Fund Operating Agreement.

DNER, PRIFA and FAFAA, with the consent of EPA, have agreed to incorporate into the Revolving Fund Operating Agreement, The Trust Agreement (the Trust Agreement) with BPPR, as Trustee (the Trustee), pursuant to which the Trustee shall receive all capitalization grant funds, investment earnings and funds recovered under the Commonwealth Fiscal Plan related to the Revolving Fund, and set them aside in a Trust separate and apart from any and all proprietary funds of PRIFA, DNER, and the Commonwealth, its agencies and instrumentalities, all in accordance with the further terms and conditions provided in the Trust Agreement. The Trust Agreement between DNER, PRIFA and Banco Popular of Puerto Rico was executed on December 18, 2018.

#### Note 2 - Summary of significant accounting policies.

The accounting and reporting policies of the Revolving Fund conform to Generally Accepted Accounting Principles in the United States of America (U.S. GAAP), as applicable to governmental entities. The Revolving Fund follows Governmental Accounting Standards Board (GASB) statements under the hierarchy established by Statement No. 76, The Hierarchy of Generally Accepted Accounting Principles for State and Local Governments, in the preparation of its basic financial statements.

The preparation of basic financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of changes in net position and revenues and expenditures during the reporting period. Actual results could differ from those estimates.

#### Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

#### Note 2 - <u>Summary of significant accounting policies – (continued)</u>

Following is a description of the Revolving Fund's most significant accounting policies:

#### Measurement focus, basis of accounting, and financial statements presentation

The Revolving Fund basic financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when incurred, regardless of the timing of related cash flows.

The statement of net position and the statement of revenues, expenses, and changes in net position report information on all activities of the Revolving Fund. The Revolving Fund's activities are distinguished as proprietary activities. The Revolving Fund's activities generally are financed through intergovernmental revenues, other non-exchange revenues and interest income from its loans and deposits. Following is a description of the Revolving Fund's financial statements.

The statement of net position presents the Revolving Fund's assets and liabilities, with the difference reported as net position. Net position may be reported as:

- Restricted component of net position consists of restricted assets reduced by liabilities related
  to those assets. Restricted net assets result when constraints placed on net position use are
  either externally imposed by creditors, grantors, contributors, and the like, or imposed by law
  through constitutional provisions or enabling legislation.
- Unrestricted component of net position consists of net amount of the assets and liabilities that
  do not meet the definition of the preceding category. Unrestricted component of net position
  often is designated in order to indicate that management does not consider them to be available
  for general operations. Unrestricted component of net position often has constraints on use
  that are imposed by management, but such constraints may be removed or modified.

As of June 30, 2022, the Revolving Fund net position is presented as restricted.

The statement of revenues, expenses, and changes in net position demonstrates the degree to which the direct expenses of a given function or segments are offset by program revenues. Direct expenses are those that are clearly identifiable within a specific function. Operating expenses are those that relate to the administration of the Revolving Fund. Other items not meeting the definition of program revenues or operating expense are reported as non-operating revenues or expenses.

#### Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 2 - <u>Summary of significant accounting policies – (continued)</u>

# Restricted cash and cash equivalents

Time deposits with maturities at date of purchase of three months or less are classified as cash equivalents. Cash and cash equivalents are carried at a cost, which approximates fair value. As of June 30, 2022, The Revolving Fund maintains approximately \$176.2 million in cash equivalents.

#### Loan receivable and allowance for loan losses

Loans are presented at the outstanding principal balance reduced by allowance for loan losses. The allowance for loan losses is established through a provision recorded in the statement of revenues, expenses and changes in net position. The allowance for loan losses is based on management's evaluation of the risk characteristics of the loans including such factors as the nature of individual credit outstanding, past loss experience, known and inherent risk in the portfolios' sources of repayment, adverse situation that may affect the borrower's ability to repay, the estimated value of any underlying collateral, and general economic conditions. Loan charge-offs are recorded against the allowance when management believes that the collection of the principal is unlikely. Recoveries of amount previously charged off are credited to the respective allowance. Because of uncertainties inherent in the estimation process, management's estimate of credit losses in the outstanding loans receivable portfolios and the related allowance may change if economic and other conditions differ substantially from the assumptions used in making the estimates. Such adjustments to original estimates, as necessary, are made in the period in which these factors and other relevant considerations indicate that loss levels vary from previous estimates.

The Revolving Fund considers loans as impaired based on current information and events, including significant delays in the receipt of the scheduled debt service payments. To establish an allowance for loans losses, the Revolving Fund's management used applicable authoritative literature, general background information and recent relevant information included in the PRASA fiscal plan, as further discussed in Note 5.

In relation to income recognition, the Revolving Fund classifies loans as nonaccrual when management determines if any of the following characteristics are present: (a) a loan was six months past due; (b) it has no current source of repayment; (c) it is not covered by formal commitment from the Puerto Rico Aqueduct and Sewer Authority; and (d) it does not have designated collateral, or such collateral is insufficient. Based on these four elements, when a loan is placed in nonaccrual status, interest receivable is reversed from interest income. Interest income on nonaccrual loan is thereafter recognized in income only to the extent that it is collected. Nonaccrual loans are returned to accrual status when management has adequate evidence to believe that the loans would perform as contracted.

#### Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

#### Note 2 - Summary of significant accounting policies – (continued)

#### Loan receivable and allowance for loan losses – (continued)

Also, as the loans made and collected (including interest on loans) are part of a governmental program, the loan activities are reported as operating activities in the statement of cash flows.

# Recent accounting pronouncements

The GASB has issued the following accounting pronouncements that have effective dates after June 30, 2022:

GASB Statement No. 91, Conduit Debt Obligations. The primary objectives of this Statement are to provide a single method of reporting conduit debt obligations by issuers and eliminate diversity in practice associated with (i) commitments extended by issuers, (ii) arrangements associated with conduit debt obligations, and (iii) related note disclosures. This Statement achieves those objectives by clarifying the existing definition of a conduit debt obligation; establishing that a conduit debt obligation is not a liability of the issuer; establishing standards for accounting and financial reporting of additional commitments and voluntary commitments extended by issuers and arrangements associated with conduit debt obligations; and improving required note disclosures.

This Statement also addresses arrangements-often characterized as leases- that are associated with conduit debt obligations. In those arrangements, capital assets are constructed or acquired with the proceeds of a conduit debt obligation and used by third-party obligors in the course of their activities. Payments from third-party obligors are intended to cover and coincide with debt service payments. During those arrangements, issuers retain the titles to the capital assets. Those titles may or may not pass to the obligors at the end of the arrangements. This Statement requires issuers to disclose general information about their conduit debt obligations, organized by type of commitment, including the aggregate outstanding principal amount of the issuers' conduit debt obligations and a description of each type of commitment. The requirements of this Statement are effective for reporting periods beginning after December 15, 2021.

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#### Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 2 - <u>Summary of significant accounting policies – (continued)</u>

#### Recent accounting pronouncements – (continued)

- GASB Statement No. 94, Public Private and Public-Public Partnership and Availability Payment Arrangement. The primary objective of this Statement is to improve financial reporting by addressing issues related to public-private and public-public partnership arrangements (PPPs). A PPP is an arrangement in which a government (the transferor) contracts with an operator – a governmental or nongovernmental entity – to provide public services by conveying control of the right to operate or use a nonfinancial asset, such as infrastructure or other capital asset (the underlying PPP asset), for a period of time in an exchange or exchangelike transaction. Some PPPs meet the definition of a service concession arrangement (SCA), (1) the operator collects and is compensated by fees from third parties; (2) the transferor determines or has the ability to modify or approve which services the operator is required to provide, to whom the operator is required to provide the services, and the prices or rates that can be charged for the services; and (3) the transferor is entitled to significant residual interest in the service utility of the underlying PPP asset at the end of the arrangement. This Statement also provides guidance for accounting and financial reporting for availability payment arrangements (APAs). An APA is an arrangement in which a government compensates an operator for services that may include designing, constructing, financing, maintaining, or operating an underlying nonfinancial asset for a period of time in an exchange or exchangelike transaction. The requirements of this Statement are effective for fiscal years beginning after June 15, 2022, and all reporting periods thereafter. Earlier application is encouraged.
- GASB Statement No. 96, Subscription-Based Information Technology Arrangements. This Statement provides guidance on the accounting and financial reporting for subscription-based information technology arrangements (SBITAs) for government end users (governments). This Statement (1) defines a SBITA; (2) establishes that a SBITA results in a right-to-use subscription asset—an intangible asset—and a corresponding subscription liability; (3) provides the capitalization criteria for outlays other than subscription payments, including implementation costs of a SBITA; and (4) requires note disclosures regarding a SBITA. To the extent relevant, the standards for SBITAs are based on the standards established in Statement No. 87, Leases, as amended. The requirements of this Statement are effective for fiscal years beginning after June 15, 2022, and all reporting periods thereafter. Earlier application is encouraged.
- GASB Statement No. 99, Omnibus 2022. The objectives of this Statement are to enhance
  comparability in accounting and financial reporting and to improve the consistency of
  authoritative literature by addressing (1) practice issues that have been identified during
  implementation and application of certain GASB Statements and (2) accounting and financial
  reporting for financial guarantees.

# Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 2 - Summary of significant accounting policies – (continued)

#### Recent accounting pronouncements – (continued)

The requirements of this Statement are effective as follows:

- The requirements related to extension of the use of LIBOR, accounting for SNAP distributions, disclosures of nonmonetary transactions, pledges of future revenues by pledging governments, clarification of certain provisions in Statement 34, as amended, and terminology updates related to Statement 53 and Statement 63 are effective upon issuance. The requirements related to leases, PPPs, and SBITAs are effective for fiscal years beginning after June 15, 2022, and all reporting periods thereafter.
- The requirements related to financial guarantees and the classification and reporting of derivative instruments within the scope of Statement 53 are effective for fiscal years beginning after June 15, 2023, and all reporting periods thereafter.
- GASB Statement No. 100, Accounting Changes and Error Corrections. The primary objective of
  this Statement is to enhance accounting and financial reporting requirements for accounting
  changes and error corrections to provide more understandable, reliable, relevant, consistent,
  and comparable information for making decisions or assessing accountability.

This Statement defines accounting changes as changes in accounting principles, changes in accounting estimates, and changes to or within the financial reporting entity and describes the transactions or other events that constitute those changes. As part of those descriptions, for (1) certain changes in accounting principles and (2) certain changes in accounting estimates that result from a change in measurement methodology, a new principle or methodology should be justified on the basis that it is preferable to the principle or methodology used before the change.

That preferability should be based on the qualitative characteristics of financial reporting understandability, reliability, relevance, timeliness, consistency, and comparability. This Statement also addresses corrections of errors in previously issued financial statements.

This Statement prescribes the accounting and financial reporting for (1) each type of accounting change and (2) error corrections. This Statement requires that (a) changes in accounting principles and error corrections be reported retroactively by restating prior periods, (b) changes to or within the financial reporting entity be reported by adjusting beginning balances of the current period, and (c) changes in accounting estimates be reported prospectively by recognizing the change in the current period.

# Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 2 - <u>Summary of significant accounting policies – (continued)</u>

# Recent accounting pronouncements – (continued)

The requirements of this Statement for changes in accounting principles apply to the implementation of a new pronouncement in absence of specific transition provisions in the new pronouncement. This Statement also requires that the aggregate amount of adjustments to and restatements of beginning net position, fund balance, or fund net position, as applicable, be displayed by reporting unit in the financial statements. This Statement requires disclosure in notes to financial statements of descriptive information about accounting changes and error corrections, such as their nature. In addition, information about the quantitative effects on beginning balances of each accounting change and error correction should be disclosed by reporting unit in a tabular format to reconcile beginning balances as previously reported to beginning balances as restated. Furthermore, this Statement addresses how information that is affected by a change in accounting principle or error correction should be presented in required supplementary information (RSI) and supplementary information (SI). For periods that are earlier than those included in the basic financial statements, information presented in RSI or SI should be restated for error corrections, if practicable, but not for changes in accounting principles.

The requirements of this Statement are effective for accounting changes and error corrections made in fiscal years beginning after June 15, 2023, and all reporting periods thereafter. Earlier application is encouraged.

GASB Statement No 101, Compensated Absences. The primary objective of this Statement is to
enhance accounting and financial reporting requirements for accounting changes and error
corrections to provide more understandable, reliable, relevant, consistent, and comparable
information for making decisions or assessing accountability.

The objective of this Statement is to better meet the information needs of financial statement users by updating the recognition and measurement guidance for compensated absences.

That objective is achieved by aligning the recognition and measurement guidance under a unified model and by amending certain previously required disclosures. This Statement also establishes guidance for measuring a liability for leave that has not been used, generally using an employee's pay rate as of the date of the financial statements. A liability for leave that has been used but not yet paid or settled should be measured at the amount of the cash payment or noncash settlement to be made. Certain salary-related payments that are directly and incrementally associated with payments for leave also should be included in the measurement of the liabilities.

# Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 2 - <u>Summary of significant accounting policies – (continued)</u>

# Recent accounting pronouncements – (continued)

With respect to financial statements prepared using the current financial resources measurement focus, this Statement requires that expenditures be recognized for the amount that normally would be liquidated with expendable available financial resources. This Statement requires that a liability for certain types of compensated absences—including parental leave, military leave, and jury duty leave—not be recognized until the leave commences. This Statement also requires that a liability for specific types of compensated absences not be recognized until the leave is used.

The requirements of this Statement are effective for fiscal years beginning after December 15, 2023 (FY 2024-2025), and all reporting periods thereafter. Earlier application is encouraged.

Management is evaluating the impact that these Statements will have, if any, on the Revolving Fund's basic financial statements.

# New accounting pronouncement adopted

• GASB Statement No. 98, The Annual Comprehensive Financial Report- This Statement establishes the term annual comprehensive financial report and its acronym ACFR. That new term and acronym replace instances of comprehensive annual financial report and its acronym in generally accepted accounting principles for state and local governments. This Statement was developed in response to concerns raised by stakeholders that the common pronunciation of the acronym for comprehensive annual financial report sounds like a profoundly objectionable racial slur. The requirements of this Statement are effective for fiscal years ending after December 15, 2021. The adoption of this statement did not have effect on the basic financial statements.

#### Note 3 - <u>Transactions with Puerto Rico Infrastructure Financing Authority</u>

Since the Puerto Rico Infrastructure Financing Authority (PRIFA) had certain responsibilities with the Revolving Fund, PRIFA provided certain management services to the Revolving Fund which were already paid by the DNER.

# Note 4 - <u>Custodial credit risk</u>

Custodial credit risk is the risk that in the event of a bank failure of a depository financial institution, the entity will not be able to recover its deposits. The Revolving Fund does not have a custodial credit policy.

# Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 4 - <u>Custodial credit risk – (continued)</u>

Restricted cash and cash equivalents as of June 30, 2022 were deposited as follows:

Type of Deposit	Book Bal	Bank H	Bank Balance		
Cash deposits at commercial bank	\$	3	\$	3	
Time deposits at commercial bank	176,232	7,267	176,237,2		
	\$ 176,237,270		<u>\$ 176,2</u>	237,270	

The Commonwealth requires that public funds deposited in commercial banks in Puerto Rico must be fully collateralized for the amount deposited in excess of federal depository insurance.

# Note 5 - Loans receivable

At June 30, 2022, loans receivable consist of the outstanding balances from the Puerto Rico Aqueduct and Sewer Authority (PRASA), the Puerto Rico Electric Power Authority (PREPA) and Municipalities, as follows:

Loan Receivable From:	Balance
PRASA	\$ 413,944,608
PREPA - construction loans	17,142,876
Municipalities - permanent loans	54,829
Total	\$ 431,142,313

Permanent loans are due in semiannual installments, bearing interest at 2% per annum, maturing on various dates through December 31, 2035. As fully disclosed below, PRASA's restructured loan is due in semiannual installments, bearing interest at 0% per annum from year 1 thru 10 and 1% for the next 20 years.

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# Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 5 - <u>Loans receivable – (continued)</u>

Loans receivable, as of June 30, 2022, mature as follows:

Years Ending	
June 30,	Amount
<del></del>	
2023	\$ 6,717,986
2024	6,700,000
2025	6,700,000
2026	6,700,000
2027	6,700,000
2028-2032	55,232,069
2033-2038	79,827,336
2039-2042	83,909,716
2043-2047	88,200,869
2048-2050	 73,311,461
	413,999,437
Plus: construction loans - projects in process	 17,142,876
Total	\$ 431,142,313

Construction loans due from PREPA bear interest at 2% per annum, and principal will be payable semiannually, commencing no later than one year after construction completion date. All loans are required to be paid in full in a period not to exceed 20 years. For construction loans, such period commences after the construction loan is converted to a permanent loan. Interest on construction loans is payable semiannually since inception of the loan. As of June 30, 2022, PREPA construction loans amounts to approximately \$17.1 million. Note that these terms are no longer applicable to PRASA as a result of the loans restructuring.

The Revolving Fund is operated as a direct loan program, whereby most of the loans made are funded by capitalization grants from the EPA and a Commonwealth match equaling approximately 15.5% of the EPA's capitalization grant. All of the outstanding loans were 100% funded with EPA capitalization grants and with funds from the results of the operations of the Revolving Fund.

#### Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 5 - Loans receivable - (continued)

Pursuant to Act 96 of June 30, 2015 (the Act 96), the Commonwealth guaranteed the payment of principal and interest on most of the outstanding Revolving Fund loans granted to PRASA. However, pursuant to the refinancing of the loans disclosed below, the Commonwealth's guaranty related to all the original financing agreements, and the guaranty related to all the bonds and loans issued, was terminated on July 26, 2019. The new loans are not subject to the guaranty, and the obligations of PRASA under the new loan agreements and the notes will not constitute Commonwealth guaranteed indebtedness under the trust agreement. Any future right to the Commonwealth guaranty was waived.

Before the refinancing of the loans, PRASA was experiencing a challenging financial scenario with its ability to fulfill all of its financial commitments, including those obligations incurred under the Revolving Fund's loans. As a result, PRASA has been seeking relief through the modification of its debt obligations.

During previous years, the Revolving Fund established an allowance for loan losses on identified impaired loans based on management's estimate of the present value of expected debt service payments discounted at the loans' effective interest rate. However, after PRASA's debt restructuring and improvements in the financial condition of PRASA, which has been able to meet in full its scheduled debt service, the Revolving Fund was able to release allowance for loan losses.

#### PRASA's debt restructuring

On July 26, 2019, the U.S. Environmental Protection Agency (EPA) and Puerto Rico Aqueduct and Sewer Authority (PRASA) restructured certain delinquent loans – amounting to approximately \$596 million in principal – owed to Puerto Rico's Water Pollution Control (WP) and Drinking Water (DW) State Revolving Fund (SRF) programs. PRASA entered into two loan agreements in order to restructure certain existing loans from the SRF funds. The notes issued by PRASA under the new loan agreements superseded and replaced all outstanding obligations with SRF funds. The SRF also waived all accrued and unpaid interest with respect to the old debt. The two new loan agreements (one for the WP and one for DW) each have a term of thirty years commencing on January 1, 2020 (effective date) and bear interest at 0.0% for the first 10 years and 1% for the next 20 years. The loans and notes issued by PRASA to the applicable SRF were incurred by PRASA as other system indebtedness and have been designated as senior indebtedness under the master agreement of trust, between PRASA and Banco Popular de Puerto Rico, as trustee, and as amended by the seventh supplemental agreement of trust.

As disclosed above, the new loans provided by the SRF to PRASA are not the Commonwealth guaranteed indebtedness, as defined in the trust agreement and the Commonwealth guaranty related to all the original financing agreements was terminated.

# Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

#### Note 5 - <u>Loans receivable – (continued)</u>

# PRASA operations

The following presents information obtained from PRASA's audited financial statements as of June 30, 2021, and PRASA's 2023 Fiscal Plan, as certified on May 26, 2023 by the Financial Oversight and Management Board for Puerto Rico (unaudited). The Revolving Fund considered this information, along with the debt restructuring and PRASA's ability to meet it scheduled debt service, in assessing the realizable value of the loans receivable from PRASA as of June 30, 2022.

As disclosed on PRASA's 2023 Fiscal Plan, PRASA's financial condition has improved due to the implementation of various revenue enhancing and debt restructuring measures, including rate increases across all customers segments, proactive collection of past due amounts from government accounts, and various debt restructuring transactions. PRASA's debt restructuring efforts resulted in about \$1.3 billion in debt service relief through the debt modification with its Federal Lenders, the 2020 and 2021 refunding agreements for outstanding senior debt, and the executed loan settlement with the Government Development Bank Debt Recovery Authority. Furthermore, renewed access to State Revolving Fund Loans in the amount \$278 million and the grant obligation of \$3.7 billion in Federal Emergency Management Agency (FEMA) and \$200 million in Community Development Block Grant – Disaster Recovery Flexible Match (CDBG-DR Program) for a portion of PRASA's local (state) match are expected to provide the necessary financial support to improve, rebuild recover and upgrade critical wastewater facilities. With a total \$6.17 billion in new funds and debt service relief PRASA has a unique and generational opportunity to invest in its infrastructure at much lower cost than usual without the need to access capital markets and reduce the prospect of systemic operating deficit over the Certified Fiscal Plan time period and beyond.

Given PRASA's steady fiscal improvements and its urgent need to prioritize improving its systems performance, the 2023 Certified Fiscal Plan outlines areas of opportunity largely related to its operations and capital investment, such as "non-revenue water", capital delivery, and metering infrastructure upgrades. By implementing each of the measures, PRASA will further improve its financial and operational system condition.

Nonetheless, there is no certainty that the PRASA Fiscal Plan will be fully implemented, or, if implemented, will ultimately provide the intended results. All these plans and measures, and PRASA's ability to reduce its deficit and continue meeting in full its scheduled debt service, depend on a number of factors and risks, some of which are not wholly within PRASA's control.

# Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 6 - <u>Capitalization grants</u>

The Clean Water Act (the CWA), as amended, is the main federal law that establishes the basic structure for regulating discharges of pollutants into waters of the United States and for regulating quality standards for surface waters. Under the CWA, the EPA has implemented pollution control programs such as setting wastewater standards for industry and quality standards for all contaminants in surface waters. The CWA created the federal Clean Water State Revolving Fund to make funds available to finance water quality protection projects for wastewater treatment, nonpoint source pollution control, and watershed and estuary management that are needed to comply with the CWA water pollution requirements. The CWA authorizes the EPA to award capitalization grants to state which, in turn, provide low interest loans and other types of financial assistance to eligible systems.

These grants are routinely subject to financial and compliance audits in accordance with the provisions of the Title 2, U.S. Code of Federal Regulation Part 200, Uniform Administration Requirements, Cost Principles and Audit Requirements for Federal Award (Uniform Guidance) and compliance audits by the EPA. The latter has the authority to determine liabilities as well as to limit, suspend, or terminate the federal assistance. All funds drawn from the EPA and the matching funds from the Commonwealth are recorded as non-operating revenues.

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# Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 6 - Capitalization grants - (continued)

The following summarizes the capitalization grants awarded, amounts drawn on each grant as of the statement of net position date, and balances available for future draws:

June 30,	Grant amount	 Total draws at June 30, 2021				tal draws at ine 30, 2022		Available at une 30, 2022
	_			_				
2014	\$ 18,287,000	\$ 9,773,132	\$	8,513,868	\$	18,287,000	\$	-
2015	18,193,000	45,594		10,685,741		10,731,335		7,461,665
2016	17,426,000	-		-		-		17,426,000
2017	17,292,000	-		-		-		17,292,000
2018	20,935,000	-		-		-		20,935,000
2019	20,724,000	-		-		-		20,724,000
2020	20,727,000	-		-		-		20,727,000
2021	 20,724,000	_					_	20,724,000
	\$ 154,308,000	\$ 9,818,726	\$	19,199,609	\$	29,018,335	\$	125,289,665

As of June 30, 2022, the Revolving Fund had \$20,724,000, \$20,727,000, \$20,724,000, \$20,935,000, \$17,292,000 and \$17,426,000 from grants awarded by the EPA during the federal fiscal years ended September 30, 2021, 2020, 2019, 2018, 2017 and 2016, respectively, which are available to be drawn for loan commitments and/or administrative expenses once all the EPA requirements have been met. As of June 30, 2022, PRIFA, PRASA, and third parties have not executed financial agreements related to these awards. Also, as of June 30, 2022, certain amounts are still available for drawdowns from the grants awarded during the federal fiscal year ended on September 30, 2015, which already have financial agreements executed and from which partial drawdowns have been made. See Note 8 for subsequent events.

During fiscal year ended June 30, 2022, the Revolving Fund contributed \$1,495,811 for different types of projects to the following entities:

Project	<i>P</i>	Amount
San Juan Bay Estuary	\$	742,694
Company for the Integral Development of the Peninsula de Cantera		71,939
Municipality of Caguas		561,478
Municipality of Patillas		32,800
Municipality of Naranjito		86,900
Total	\$	1,495,811

# Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 6 - Capitalization grants - (continued)

The Bipartisan Budget Act of 2019 provides that notwithstanding the requirements of section 603(d) of the Federal Water Pollution Control Act or section 1452(f) of the Safe Drinking Water Act, the state or territory shall utilize the full amount of such funds, excluding existing loans, to provide additional subsidization to eligible recipients in the form of forgiveness of principal, negative interest loans or grants or any combination of these. Provided further, that such funds may be used for eligible projects whose purpose is to repair damage incurred as a result of Hurricanes Irma and María, reduce flood damage risk and vulnerability or to enhance resiliency to rapid hydrologic change or a natural disaster at treatment works as defined by section 212 of the Federal Water Pollution Control Act or a public drinking water system under section 1452 of the Safe Drinking Water Act. Provided further, that any project involving the repair or replacement of a lead service line shall replace the entire lead service line, not just a portion.

# Note 7 - Administrative expenses

As provided by federal laws and regulations, reasonable costs of administering the Revolving Fund are reimbursable under federal programs up to a maximum of 4% of the capitalization grant awarded each year. The federal government also reimburses expenses incurred in training and certifying personnel as well as technical matters. During the year ended June 30, 2022, total reimbursement of administrative expenses amounted to \$785,003.

#### Note 8 - Subsequent events

Subsequent events were evaluated through June 21, 2023, the date the basic financial statements were available to be issued. Management believes that the subsequent events disclosed below are intrinsically related to the financial statements of the Revolving Fund. These might have been disclosed elsewhere in these financial statements, but management believes they require specific mentioning based on their relevance and materiality as a whole.

#### Financial Assistance Agreement

On November 21, 2022 the Financial Oversight and Management Board approved a financial assistance agreement between the Puerto Rico Department Environmental and Natural Resources ("DENR") and the Puerto Rico Infrastructure Financing Authority ("PRIFA") for the Puerto Rico Aqueduct and Sewer Authority ("PRASA"), to enter into a \$24,913,286 Financial Assistance Agreement (the "Agreement") using funds from the Clean Water State Revolving Fund Program (the "Program"). The Agreement's structure breaks down the funding as follows: (i) \$22,501,895 as

# Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

# Note 8 - Subsequent events – (continued)

# <u>Financial Assistance Agreement – (continued)</u>

an interest-bearing (1%) senior loan with a 30-year repayment period; and (ii) \$2,411,391 as a non-interest bearing (0%) principal forgiveness loan. The Agreement arises from an operating agreement between the EPA and DNER signed on July 25, 2018, which enables PRASA to apply for additional loans and grants under the Program.

# Capitalization grants

As of the date these basic financial statements are available to be issued, the Revolving Fund received capitalization grant awards notifications for the fiscal year 2022 as follows:

Date received	Award fiscal year	Grant amount
September 20, 2022	2022	\$ 1,220,000
January 26, 2023	2022	23,214,000
February 9, 2023	2022	 15,092,000
Total		\$ 39,526,000

# Submission of single audit reporting package

The Single Audit reporting package, as defined and required in Title 2 U.S. Code of Federal Regulations (CFR) Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance) for fiscal year ended June 30, 2022, could not be submitted in a timely manner because of administrative delays. The submission of this report is expected to be completed before June 30, 2023.

# Schedule of Expenditures of Federal Awards

# For the Year Ended June 30, 2022

	AL Number	Other Award Number	Expenditures				
Federal Agency/ (Pass-Through Agency) and Program Tittle			From Direct Awards	From Pass- Through Awards	Total	Passed-Through to Subrecipients	Note
Clean Water State Revolving Funds Cluster: U.S Environmental Protection Angency (Pass-through from the Puerto Rico Department of Natural and Environmental Resources)							Note 4
Capitalization Grants For Clean Water State Revolving Funds	66.458	CS72000114 CS72000115	\$ -	\$ 19,356,517	\$ 19,356,517	\$ 18,571,515	and Note 5
Total Clean Water State Revolving Fund Cluster			\$ -	\$ 19,356,517	\$ 19,356,517	\$ 18,571,515	

# Notes to Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2022

#### Note 1 - Basis of presentation

The accompanying supplementary Schedule of Expenditures of Federal Awards (the Schedule) includes the federal grant activity of Puerto Rico Water Pollution Control Revolving Loan Fund ("the Revolving Fund") and is presented on the accrual basis of accounting. The information in the Schedule is presented in accordance with the requirements of Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance). Therefore, some amounts presented in the Schedule may differ from amounts presented in, or used in the preparation of, the Revolving Fund's financial statements.

Because the Schedule presents only a selected portion of the activities of the Revolving Fund, it is not intended to, and does not present the net position, changes in net position, and cash flows of the Revolving Fund.

# Note 2 - <u>Summary of significant accounting policies</u>

- a. The Schedule is prepared from the Revolving Fund's accounting records. Such expenditures are recognized following the cost principles contained in the Uniform Guidance, wherein certain types of expenditures may or may not be available or may be limited as to reimbursement.
- b. The financial transactions are recorded by the Revolving Fund in accordance with the terms and conditions of the grants, which are consistent with accounting principles generally accepted in the United States of America.
- c. Expenditures are recognized in the accounting period in which the liability is incurred, if measurable, or when paid, whichever occurs first.
- d. The Revolving Fund has elected not to use the 10-percent de minimis indirect costs rate as allowed under the Uniform Guidance.

#### Note 3 - Assistance Listing Numbers (ALN)

The Assistance Listing Numbers (ALN) included in the Schedule are determined based on the program name, review of grant contract information and the public descriptions of federal assistance listings published by the U.S. Government on sam.gov. Assistance Listing Numbers are presented for those programs for which such numbers were available.

Notes to Schedule of Expenditures of Federal Awards – (Continued)

For the Year Ended June 30, 2022

# Note 4 - <u>Capitalization grants</u>

During the year ended June 30, 2022, loans originated with the U.S. Environmental Protection Agency ("EPA) capitalization grants amounted to \$18,032,730, which represent the federal portion of loans originated. For the year ended June 30, 2022, grants disbursed amounted to \$1,495,811, which represent the federal share. Grants are not subject to loan or interest charges. The balance of loans previously granted amounting to \$419,827,568 is not included in the schedule since the Revolving Fund is not deemed to have continuing compliance with requirements.

# Note 5 - Reconciliation of the Schedule with the statement of revenues, expenses and changes in net position

The following presents a reconciliation between the Schedule with the contributions received from the EPA as presented in the statement of revenues, expenses and changes in net position:

For the year ended on June 30, 2022:	Amount	
Expenditures per Schedule of Expenditures of Federal Awards	\$19,356,517	
Plus: expenditures incurred in prior years but claimed to the		
during the the year ended June 30, 2022	341,149	
Less: expenditures incurred during the year ended June 30,		
that have not been claimed for reimbursement to the EPA	498,057	
Contributions from EPA per statement of revenues, expenses		
and changes in net position	\$19,199,609	

# **PART II**

# Puerto Rico Water Pollution Control Revolving Loan Fund

Independent Auditors' Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards* 



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

To the Board of Directors of Puerto Rico Water Pollution Control Revolving Loan Fund

We have audited 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, the financial statements of the Puerto Rico Water Pollution Control Revolving Loan Fund ("the Revolving Fund"), which comprise the statement of net position as of June 30, 2022, and the related statements of revenues, expenses and changes in net position and cash flows for the year then ended, and the related notes to the basic financial statements, which collectively comprise the Revolving Fund's basic financial statements, and have issued our report thereon dated June 21, 2023.

# Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Revolving Fund's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Revolving Fund's internal control. Accordingly, we do not express an opinion on the effectiveness of the Revolving Fund's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting that might be material weaknesses or significant deficiencies. Given these limitations, during our audit, we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses or significant deficiencies may exist that have not been identified.







## Report on Compliance and Other Matters

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

## Purpose of This Report

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



San Juan, Puerto Rico June 21, 2023 License No. LLC-322 Expires December 1, 2023 Galindez LLC

## PART III

Puerto Rico Water Pollution Control Revolving Loan Fund

Independent Auditors' Report on Compliance for Each Major Federal Program and Report on Internal Control Over Compliance in Accordance with the Uniform Guidance



# INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE FOR EACH MAJOR FEDERAL PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE IN ACCORDANCE WITH THE UNIFORM GUIDANCE

To the Board of Directors of Puerto Rico Water Pollution Control Revolving Loan Fund

## Report on Compliance for the Major Federal Program

## Opinion on the Major Federal Program

We have audited the Puerto Rico Water Pollution Control Revolving Loan Fund's ("the Revolving Fund") compliance with the types of compliance requirements described in the *OMB Compliance Supplement* that could have a direct and material effect on the Revolving Fund's major federal program for the year ended June 30, 2022. The Revolving Fund's major federal program is identified in the summary of auditors' results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Puerto Rico Water Pollution Control Revolving Loan Fund complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on its major federal program identified in the summary of auditors' results section of the accompanying schedule of findings and questioned costs for the year ended June 30, 2022.

## Basis for Opinion on the Major Federal Program

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America (GAAS); the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States (*Government Auditing Standards*); and the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Our responsibilities under those standards and the Uniform Guidance are further described in the Auditors' Responsibilities for the Audit of Compliance section of our report.

We are required to be independent of the Revolving Fund and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for the major federal program. Our audit does not provide a legal determination of the Revolving Fund's compliance with the compliance requirements referred to above.







## Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules and provisions of contracts or grant agreements applicable to the Revolving Fund's federal programs.

## Auditors' Responsibilities for the Audit of Compliance

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the Revolving Fund's compliance based on our audit. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS, *Government Auditing Standards*, and the Uniform Guidance will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the Revolving Fund's compliance with the requirements of the major federal program as a whole.

In performing an audit in accordance with GAAS, *Government Auditing Standards*, and the Uniform Guidance, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, whether due to fraud or error, and design and
  perform audit procedures responsive to those risks. Such procedures include examining, on a test basis,
  evidence regarding the Revolving Fund's compliance with the compliance requirements referred to
  above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the Revolving Fund's internal control over compliance relevant to the audit
  in order to design audit procedures that are appropriate in the circumstances and to test and report on
  internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of
  expressing an opinion on the effectiveness of the Revolving Fund's internal control over compliance.
  Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.



#### Other Matters

The results of our auditing procedures disclosed an instance of noncompliance which is required to be reported in accordance with the Uniform Guidance and which is described in the accompanying schedule of findings and questioned costs as item 2022-001. Our opinion on the major federal program is not modified with respect to this matter. *Government Auditing Standards* requires the auditor to perform limited procedures on the Revolving Fund's response to the noncompliance finding identified in our audit described in the accompanying schedule of findings and questioned costs. The Revolving Fund's response was not subjected to the other auditing procedures applied in the audit of compliance and, accordingly, we express no opinion on the response.

## Report on Internal Control Over Compliance

Our consideration of internal control over compliance was for the limited purpose described in the Auditors' Responsibilities for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance and therefore, material weaknesses or significant deficiencies may exist that were not identified. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, as discussed below, we did identify certain deficiency in internal control over compliance that we consider to be a significant deficiency.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A material weakness in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A significant deficiency in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance. We consider the deficiency in internal control over compliance described in the accompanying schedule of findings and questioned costs as item 2022-001, to be a significant deficiency.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed. *Government Auditing Standards* requires the auditor to perform limited procedures on the Revolving Fund's response to the internal control over compliance findings identified in our audit described in the accompanying schedule of findings and questioned costs. The Revolving Fund's response was not subjected to the other auditing procedures applied in the audit of compliance and, accordingly, we express no opinion on the response.



The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.



San Juan, Puerto Rico June 21, 2023 License No. LLC-322 Expires December 1, 2023 Galindez LLC

## PART IV

Puerto Rico Water Pollution Control Revolving Loan Fund

Schedule of Findings and Questioned Costs

## Schedule of Findings and Questioned Costs

For the Year Ended June 30, 2022

## Part I - Summary of Auditors' Results

#### Financial Statements

- a) Type of report the auditor issued on whether the financial statements audited were prepared in accordance to GAAP: Unmodified opinion
- b) Material weaknesses in internal control over financial reporting identified: None.
- c) Significant deficiencies in internal control over financial reporting identified that are not considered to be material weaknesses: None.
- d) Noncompliance that is material to the financial statements: None.

## Federal Awards

- a) Are there any reportable findings under Uniform Guidance § 200.516: Yes, there is one reportable finding, which is included in the schedule of findings and questioned costs as item 2022-001.
- b) Major program:

## Name of Federal Program or Cluster:

AL Number

U.S. Environmental Protection Agency:

(Passthrough from the Puerto Rico Department of Natural and Environmental Resources)

Clean Water State Revolving Funds Cluster:

Capitalization Grants for Clean Water State Revolving Funds

66.458

## Schedule of Findings and Questioned Costs – (Continued)

For the Year Ended June 30, 2022

## Part I - Summary of Auditors' Results - (continued)

- c) Dollar threshold used to distinguish between Type A and Type B programs: \$750,000.
- d) Auditee qualified as a low-risk auditee under Uniform Guidance § 200.520: No.
- e) Internal control over compliance with major programs:
  - i. Material weaknesses identified? No
  - ii. Significant deficiencies identified? Yes, there is one significant deficiency, which is included in the schedule of findings and questioned costs as item 2022-001.
- f) Type of auditor's report issued on compliance for major programs: Unmodified opinion.

<u>Part II - Findings Relating to the Financial Statements that are Required to be Reported in Accordance with Government Auditing Standards</u>

None.

Schedule of Findings and Questioned Costs – (Continued)

For the Year Ended June 30, 2022

Part III - Findings and Questioned Costs Relating to Federal Awards

Finding No. 2022-001 Audit Requirements for Auditees – Report Submission

Federal program

Clean Water State Revolving Fund Cluster:

ALN 66.458 Capitalization Grants for Clean Water State Revolving Funds

Name of federal agency

U.S. Environmental Protection Agency (EPA)

Pass-through entity

Puerto Rico Department of Natural and Environmental Resources

**Category** 

Compliance/Internal Control

Compliance requirements

Other

#### Criteria

As required by the audit requirements of Title 2 U.S. Code of Federal Regulations (CFR) Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance), § 200.512 Report submission (a) (1), "the audit must be completed and the data collection form described in paragraph (b) of this section and reporting package described in paragraph (c) of this section must be submitted within the earlier of 30 calendar days after receipt of the auditors' report(s), or nine months after the end of the audit period. If the due date falls on a Saturday, Sunday, or Federal holiday, the reporting package is due the next business day".

Schedule of Findings and Questioned Costs – (Continued)

For the Year Ended June 30, 2022

Part III - Findings and Questioned Costs Relating to Federal Awards - (continued)

Finding No. 2022-001 Audit Requirements for Auditees – Report Submission – (continued)

## Condition found

The data collection form and the reporting package for the year ended on June 30, 2022 was not submitted to the Federal Audit Clearinghouse within the timeframe prescribed by the Uniform Guidance.

#### Cause

Accounting and reporting processes are being delayed and thus, the information necessary to complete the financial statement audit procedures was not available within the timeframe prescribed by the Uniform Guidance.

#### Effect

As a result of this condition, the EPA may issue warnings and/or impose penalties to the Revolving Fund. Also, the EPA was prevented the use of accurate reporting data, which is critical for the effective administration of the federal program and for EPA budgetary policy analysis.

#### Questioned cost

None.

Context

N/A

## Identification of a repeat finding

This is not a repeat finding from the immediate previous audit.

## Views of responsible officials and planned corrective actions

The management of the Revolving Fund agree with this finding. Please refer to the corrective action plan section on page 44.

Schedule of Findings and Questioned Costs – (Continued)

For the Year Ended June 30, 2022

Part III - Findings and Questioned Costs Relating to Federal Awards – (continued)

<u>Finding No. 2022-001</u> Audit Requirements for Auditees – Report Submission – (continued)

## Recommendation

The data collection form and single audit package must be submitted within the required due dates. Also, we strongly suggest the accounting department to take whatever steps necessary to ensure that senior management receives current and accurate financial information on a timely basis. If it is determined that the department is understaffed, steps should be taken to alleviate this problem so that work can remain current without an undue hardship on any one employee. Once up to date, the accounting staff must consistently provide management with the accurate financial reports and information necessary to effectively manage the Revolving Fund's operations.

## PART V

Puerto Rico Water Pollution Control Revolving Loan Fund

Corrective Action Plan

#### Corrective Action Plan

For the Year Ended June 30, 2022

## <u>Finding No. 2022-001</u> Audit Requirements for Auditees – Report Submission

#### Condition found

The data collection form and the reporting package for the year ended on June 30, 2022 was not submitted to the Federal Audit Clearinghouse within the timeframe prescribed by the Uniform Guidance.

## Views of Responsible Officials and Corrective Action Plan

Department of Natural and Environmental Resources (DNER), Puerto Rico Infrastructure Financing Authority (PRIFA), Puerto Rico Aqueduct and Sewer Authority (PRASA), entered on December 27, 2016, into a Memorandum of Understanding (MOU), subsequently amended on June 21, 2018, to include the Fiscal Agency and Financial Advisory Authority (FAFAA). Under the MOU, as amended, each party has agreed to assume specific responsibilities in connection with the operations of the Revolving Fund pursuant to the Operating Agreement entered between the EPA and the DNER on July 25, 2018. Pursuant to the MOU, as amended, DNER will remain as the administrator for the Revolving Fund, PRIFA will act as the operating agent to provide assistance with the financial and accounting activities, and FAFAA will conduct the financial capabilities analysis of any eligible assistance recipient of funds, provide the necessary information to the DNER and PRIFA to the extent as possible for the development of the different programs compliance reports reviews, provide oversight as fiscal agent, financial advisor and information agent of the Commonwealth to ensure that the monies are safeguarded in a trust structure and to ensure the proper administration.

The data collection form and the reporting package were not file on time due to lack and availability of funds to cover expenses related to the audit process and other expenses related to the administrative responsibilities assigned in the Memo of Understanding to PRIFA.

Management is currently working with DNER a Subaward, as required by the Environmental Protection Agency (EPA) and as established in the MOU, as amended, in order to respond to the lack of funding to cover all the related expenses for the administrative responsibilities assigned to PRIFA. EPA has been informed and communication will be maintained until the Subaward is in force.

Management plans are to file the data collection form for the fiscal year ended on June 30, 2022 on or before June 30, 2023 and the data collection form for the fiscal year ending on June 30, 2023 on or before December 31, 2023, which will result in the elimination of the finding.

## Name (s) of the Contact Person (s) Responsible for Corrective Action

Francisco Parés, Secretary of the Treasury Department, Eduardo Rivera Cruz, Executive Director Puerto Rico Infrastructure Financing Authority and Anais Rodriguez Vega, Secretary Puerto Rico Department of Natural and Environmental Resources

#### **Anticipated Completion Date**

June 2023

## PART VI

Puerto Rico Water Pollution Control Revolving Loan Fund

Summary Schedule of Prior Year Findings

# Summary Schedule of Prior Year Findings

For the Year Ended June 30, 2022

N/A. There were no findings from the immediate previous audit.

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