

Puerto Rico Water Pollution Control
Revolving Loan Fund

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

June 30, 2019

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INDEPENDENT AUDITORS' REPORT

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

Report on the Financial Statements

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, 2019 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.

Management’s Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these basic financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors’ Responsibility

Our responsibility is to express an opinion on these basic financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the 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 Revolving Fund’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 Revolving Fund’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 Board of Directors of
Puerto Rico Water Pollution Control
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Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Revolving Fund, as of June 30, 2019, and the related changes in financial position and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matters

Uncertainty and Liquidity Risk

As further discussed in Note 3 to the basic financial statements, the Revolving Fund has recognized at June 30, 2019 significant loss provisions with respect to its loans to the Puerto Rico Aqueduct and Sewer Authority (PRASA) of approximately \$86.2 million. This loss event, together with past credit losses in the Revolving Fund's deposits with the Government Development Bank of Puerto Rico (GDB), have brought a significant reduction in the Revolving Fund's net position and liquidity, as well as temporarily halting the disbursement of funds for the construction of drinking water infrastructure to PRASA, to the point of raising substantial doubt about the Revolving Fund's ability to continue serving the purposes of the safe drinking water treatment revolving loan program, especially as it had been partially inactive since then.

As further disclosed in Notes 3 and 12 to the basic financial statements, in response to the liquidity concerns referred to in the previous paragraph, the Commonwealth of Puerto Rico (the Commonwealth) recapitalized the Revolving Fund, by making a \$141.2 million contribution to the Revolving Fund during December 2018, deposited in a separate trust account of new creation, from which the Revolving Fund would now be able to resume its normal operations for which it was created. With respect to the collectability of the loans, on July 26, 2019, the Commonwealth, PRASA and the Revolving Fund finalized the restructuring of PRASA's obligations, which would permit PRASA to resume its payments, although in a restructured manner, to the Revolving Fund.

Future capitalization grants are dependent on the availability of funds from the Commonwealth to match a required percentage under Federal Law; which in turn depends on budgetary appropriations made by the Legislature of the Commonwealth and the certification of such allocations by the Financial Oversight and Management Board for Puerto Rico, which actions are beyond the control of the Revolving Fund. Notwithstanding, the aforementioned remediating activities already in effect alleviate the substantial doubt about the Revolving Fund's ability to continue serving the purposes of the safe drinking water treatment revolving loan program.

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Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 5 through 9 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other 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
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Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 30, 2022, 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.



Galíndez LLC

San Juan, Puerto Rico
June 30, 2022
License No. LLC-322
Expires December 1, 2023

Puerto Rico Water Pollution Control
Revolving Loan Fund

Management's Discussion and Analysis (Unaudited)

June 30, 2019

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, 2019. 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

- The Revolving Fund's restricted net position increased approximately \$147.7 million or 46.29% over the course of the year's operations mainly resulting from a contribution from the Commonwealth of Puerto Rico amounting to approximately \$141.2 million; a reversal in the provision for loan losses for approximately \$2.3 million and; interest income on loans and deposits for approximately \$1.9 million. Management's analysis of the allowance for loan losses showed a reduction in the required reserves.
- Operating income was approximately \$2.1 million for fiscal year 2019, a decrease of approximately \$2.8 million when compared to the prior year. This decrease is mainly related to the decrease in the release in the provision for loan losses of approximately \$5.5 million for the fiscal year 2018 versus approximately \$2.3 million for the fiscal year 2019.
- Grants and contributions received had a net increase of approximately \$137.7 million or 2,128% when compared to prior year. Grants received from the U.S. Environmental Protection Agency (EPA) were approximately \$2.4 million, contributions from the Puerto Rico Department of Natural and Environmental Resources (the DNER) amounted to approximately \$556 thousand and a contribution from the Commonwealth of Puerto Rico was received amounting to approximately \$141.2 million during the year ended June 30, 2019.
- Loan disbursements made during the fiscal year 2019 by the Revolving Fund to finance capital improvement programs amounted to approximately \$5.4 million, an increase of approximately \$4 million, or \$284%, from approximately \$1.4 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.

Puerto Rico Water Pollution Control
Revolving Loan Fund

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

June 30, 2019

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 come 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 \$467 million as of June 30, 2019. This represents an increase of approximately \$147.7 million or 46.29% over net position as of June 30, 2018. 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, 2019, most of the outstanding loans have been granted to the Puerto Rico Aqueduct and Sewer Authority (PRASA).

For fiscal year 2019, the Revolving Fund's management established an allowance for loan losses based on, among other, the terms and conditions of the PRASA debt restructuring agreement discussed in Note 12 of the basic financial statements. Management has recognized since the 2017 basic financial statements the effects of these subsequent events based on information available prior to the issuance of such financial statements. The allowance for loan losses on the troubled debt restructuring was based on management best estimate of the present value of expected debt service payments discounted at the loans' original effective interest rate. As part of the PRASA's debt restructuring, the Commonwealth guaranty related to all the original financing agreements was terminated and any future right to the guaranty was waived. The notes are on parity with PRASA's senior bonds and other senior indebtedness.

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.

Puerto Rico Water Pollution Control
Revolving Loan Fund

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

June 30, 2019

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

	June 30,		Change	
	2019	2018	Amount	Percent
Assets:				
Cash and cash equivalents	\$ 155,167	\$ 8,462	\$ 146,705	1733.69%
Loans receivable	312,033	311,089	944	0.30%
Contribution receivable	-	142	(142)	-100.00%
Interest receivable	<u>256</u>	<u>-</u>	<u>256</u>	<u>100.00%</u>
Total assets	467,456	319,693	147,763	46.22%
Liabilities - accounts payable	<u>387</u>	<u>415</u>	<u>(28)</u>	<u>(6.75%)</u>
Net position - restricted	<u>\$ 467,069</u>	<u>\$ 319,278</u>	<u>\$ 147,791</u>	<u>46.29%</u>

Cash at June 30, 2019 amounted to approximately \$155.1 million, an increase of 1,733.69% or approximately \$146.7 million when compared to June 30, 2018, attributed mostly to a contribution received from the Commonwealth of Puerto Rico amounting to \$141.2 million and the escrow deposits made by PRASA in accordance with the loan forbearance agreement. The increase in loans receivable was due to the reversal in the provision for loan losses of approximately \$2.3 million during 2019. Consequently, the net position increased by approximately \$147.7 million primarily due to the contribution made by the Commonwealth and the reversal in the provision for loan losses amounting to approximately \$2.3 million.

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

	June 30,		Change	
	2019	2018	Amount	Percent
Operating revenues - interest on loans	\$ 287	\$ 12	\$ 275	2291.67%
Operating recovery (expenses) - general and administrative	<u>1,857</u>	<u>4,889</u>	<u>(3,032)</u>	<u>-62.02%</u>
Operating income	2,144	4,901	(2,757)	-56.25%
Non-operating revenues (expenses)				
Interest income - deposits	1,691	15	1,676	11173.33%
Grants and contributions	144,213	6,474	137,739	2127.57%
Contributions to other governmental entities	<u>(258)</u>	<u>(1,003)</u>	<u>745</u>	<u>-74.28%</u>
Changes in restricted net position	147,790	10,387	137,403	1322.84%
Net position - beginning of year	<u>319,279</u>	<u>308,892</u>	<u>10,387</u>	<u>3.36%</u>
Net position - end of year	<u>\$ 467,069</u>	<u>\$ 319,279</u>	<u>\$ 147,790</u>	<u>46.29%</u>

Puerto Rico Water Pollution Control
Revolving Loan Fund

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

June 30, 2019

The change in net position increased by approximately \$137.4 million when compared to the previous year. During fiscal year 2019, a reversal in the provision for loan losses of approximately \$2.3 million was recorded, which represents a decrease of approximately \$3.2 million when compared to the reversal in the provision for loan losses of approximately \$5.5 million recorded during the previous year. On the other hand, there was an increase of approximately \$137.7 million in grants and contributions received, and an increase in the interest income on deposits and loans of approximately \$1.9 million. Note that grants are received to the extent disbursements are required under outstanding loans commitments.

Currently Known Facts

Restoration of Funds from the Commonwealth

The Commonwealth, with the approval of the Oversight Board, included in its budget for fiscal year 2019, \$194.5 million to be transferred to the State Revolving Funds (SRFs) in restitution of the deposits lost because of the Government Development Bank of Puerto Rico's (GDB) insufficient liquidity. The SRFs had approximately \$194.5 million that was on deposit with GDB and frozen during fiscal year 2016.

The U.S. Environmental Protection Agency (EPA) requested the transfer of said funds in a lump sum as soon as appropriate since these funds would go a long way in helping to stabilize the SRFs and enable them to provide significant financial assistance to Puerto Rico communities in addressing critical water and waste-water infrastructure problems for the maximum benefit to the people. On November 21, 2018 the Oversight Board agreed and authorized the disbursement, on or before December 31, 2018, of the \$194.5 million (\$141.2 million on behalf of the on behalf of the Revolving Fund and \$53.3 million on behalf of the Puerto Rico Safe Drinking Water Treatment Revolving Loan Fund, respectively).

On December 19, 2018, the Fiscal Agency and Financial Advisory Authority (FAFAA) requested to the Treasury Department and the Office of Management and Budget the release and transfer of such funds, which are currently deposited in their respective Trust account in custody of Banco Popular de Puerto Rico.

PRASA Debt's Restructuring

The Commonwealth of Puerto Rico reached an agreement with the Environmental Protection Agency (EPA) to restructure some \$596 million in PRASA debt with the SRF's, of which approximately \$192.5 million pertained to the Revolving Fund. PRASA and the Commonwealth reached an understanding with the federal agency's Water Pollution Control and Drinking Water State Revolving Fund programs (SRF). The agreements modify the economic terms of approximately \$596 million in outstanding SRF loans, eliminate the Commonwealth's guaranty of such debt, and designate the new federal debt as parity senior debt with PRASA's other senior debt pursuant to the terms of PRASA's existing Master Agreement of Trust. The agreement ended the need for continued forbearance agreements related to the federal debt and alleviated certain uncertainties about PRASA's future. Refer to Note 12 to the basic financial statements for further information.

Puerto Rico Water Pollution Control
Revolving Loan Fund

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

June 30, 2019

Mitigating Factors to Going Concern

Future capitalization grants are dependent on the availability of funds from the Commonwealth to match a required percentage under Federal Law; which in turn depends on budgetary appropriations made by the Legislature and the certification of such allocations by the Oversight Board (see Notes 4 and 12), which actions are beyond the control of the Revolving Fund. Notwithstanding, the aforementioned remediating activities already in effect alleviate the substantial doubt about the Revolving Fund's ability to continue serving the purposes of the safe drinking water treatment revolving loan program. The Department of Health under the Commonwealth has always complied with the matching requirement and will continue directing its exertions towards complying with it.

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.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Statement of Net Position

June 30, 2019

Assets

Current assets

Cash and cash equivalents	\$ 155,167,287
Loans receivable from Puerto Rico Aqueduct and Sewer Authority, net of allowance for loan losses of \$57.8 million	555,556
Loans receivable from Municipalities	138,586
Interest receivable	<u>255,993</u>
Total current assets	<u>156,117,422</u>

Non current assets

Loans receivable from:

Puerto Rico Aqueduct and Sewer Authority, net of allowance for loan losses of \$28.4 million	298,642,521
Puerto Rico Electric Power Authority	12,617,834
Municipalities	<u>78,353</u>
Total non current assets	<u>311,338,708</u>
Total assets	<u><u>467,456,130</u></u>

Liabilities and Net Position

Liabilities - accounts payable	<u>386,727</u>
Net position - restricted	<u>467,069,403</u>
Total liabilities and net position	<u><u>\$ 467,456,130</u></u>

See notes to basic financial statements

Puerto Rico Water Pollution Control
Revolving Loan Fund

Statement of Revenues, Expenses and Changes in Net Position

For the Year Ended June 30, 2019

Operating revenues:	
Interest income on loans	\$ <u>286,683</u>
Operating (recovery) expenses:	
Release of provision for loan losses	(2,296,000)
General and administrative	<u>438,842</u>
Total operating recovery, net	<u>(1,857,158)</u>
Operating income	<u>2,143,841</u>
Non-operating revenues (expenses):	
Interest income on deposits	1,691,502
Contributions from Commonwealth of Puerto Rico	141,183,844
Contributions from Environmental Protection Agency	2,473,860
Contributions from P.R. Environmental Quality Board	555,513
Contributions to other governmental entities	<u>(257,966)</u>
Total non-operating revenues, net	<u>145,646,753</u>
Change in net position	147,790,594
Net position - beginning of year	<u>319,278,809</u>
Net position - end of year	<u>\$ 467,069,403</u>

See notes to basic financial statements

Puerto Rico Water Pollution Control
Revolving Loan Fund

Statement of Cash Flows

For the Year Ended June 30, 2019

Cash flows from operating activities:	
Cash paid for general and administrative expenses	\$ (466,621)
Loan disbursements	(5,450,192)
Principal collected on loans	6,802,522
Interest received on loans	<u>286,683</u>
Net cash provided by operating activities	<u>1,172,392</u>
Cash flows from investing activities -	
Interest received on deposits	<u>1,435,509</u>
Cash flows from non-capital financing activities	
Contributions received from Commonwealth of Puerto Rico	141,183,844
Contributions received from Environmental Protection Agency	2,616,225
Contributions received from P.R. Environmental Quality Board	555,513
Contributions paid to other governmental entities	<u>(257,966)</u>
Net cash provided by non-capital financing activities	<u>144,097,616</u>
Net increase in cash	146,705,517
Cash and cash equivalents - beginning of year	<u>8,461,770</u>
Cash and cash equivalents - end of year	<u>\$ 155,167,287</u>
Reconciliation of operating income to net cash provided by operating activities:	
Operating income	\$ 2,143,841
Adjustments to reconcile operating income to net cash provided by operating activities:	
Release of provision for loan losses	\$ (2,296,000)
Decrease in loans receivable	1,352,330
Decrease in accounts payable	<u>(27,779)</u>
Net cash provided by operating activities	<u>\$ 1,172,392</u>

See notes to basic financial statements

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements

June 30, 2019

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 DNER 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), and the Puerto Rico Fiscal Agency and Financial Advisory Authority (FAFAA) entered into a memorandum of understanding under which each party has agreed to assume specific responsibilities in connection with the operations of the Revolving Fund. Under the memorandum of understanding, FAFAA provides assistance in maintaining the accounting records of the Revolving Fund.

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. However, as a result of the uncertainty surrounding the impact of the Hurricanes Irma and María on PRASA's revenues and expenditures and the timing of receipt of federal grants or other funding, PRASA needed to preserve sufficient liquidity for operations and expenditures related to restoring its infrastructure, and therefore requested that PRIFA, DNER, DOH and the EPA agree to waive the requirement of the payments due on November 1, 2017 and December 1, 2017, included in the Second Amendment.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

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 Accounting Principles Generally Accepted in the United States of America (GAAP) for governments, as prescribed by the Governmental Accounting Standards Board (GASB).

During the fiscal year ended on June 30, 2019, certain governmental accounting pronouncements became effective, none of which had any impact in the results of the operations or in the presentation of the financial statements of the Revolving Fund.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

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

The preparation of financial statements in conformity with 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.

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 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 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 position 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, 2019, the Revolving Fund net position is presented as restricted.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

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

Measurement focus, basis of accounting, and financial statements presentation – (continued)

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. Program revenues include interest income on loans and deposits. Operating expenses are those that relate to the administration of the Revolving Fund. Other items not meeting the definition of program revenues or operating expenses are reported as non-operating revenues or expenses.

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 cost, which approximates fair value. As of June 30, 2019, The Revolving Fund maintains approximately \$150 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 adjustment to original estimates, as necessary, are made in the period on which these factors and other relevant considerations indicate that loss levels vary from previous estimates

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Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

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

Loan receivable and allowance for loan losses – (continued)

The Revolving Fund considers loans as impaired based on current information and events, including the significant delay in the receipt of the scheduled debt service payments. In management's opinion, it is highly probable that the Revolving Fund will be unable to collect all amounts due according to the loan's original contractual terms. 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 Commonwealth and PRASA's fiscal plan, including, as further discussed in Note 8, a forbearance agreement (Forbearance Agreement) that PRIFA, DOH and the Puerto Rico department of Natural and Environmental Resources (DNER) entered into on June 30, 2016 with PRASA, whereby PRIFA, among other things, agreed to a temporary forbearance of its rights and remedies under the Revolving Fund Loan documents against PRASA. In addition, the terms and conditions of the PRASA's debt restructuring agreed to subsequent to year end, as discussed in Notes 3, 6 and 12, were employed for allowance for loan losses determination. The Revolving Fund established an allowance for losses on the impaired loans based on management's estimate of the present value of expected debt services payment discounted at the loans' effective interest rate.

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.

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

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Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

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

Recent accounting pronouncements

The GASB has issue the following accounting pronouncements that have effective dates after June 30, 2019:

- GASB Statement No. 83, *Certain Asset Retirement Obligations*. This Statement addresses accounting and financial reporting for certain asset retirement obligations (AROs). An ARO is a legally enforceable liability associated with the retirement of a tangible capital asset. A government that has legal obligations to perform future asset retirement activities related to its tangible capital assets should recognize a liability based on the guidance in this Statement. This Statement establishes criteria for determining the timing and pattern of recognition of a liability and a corresponding deferred outflow of resources for AROs. This Statement requires that recognition occur when the liability is both incurred and reasonably estimable. The requirements of this Statement were originally effective for reporting periods beginning after June 15, 2018. As amended by GASB Statement No. 95, *Postponement of the effective dates of Certain Authoritative Guidance*, the effective date is postponed by one year.
- GASB Statement No. 84, *Fiduciary Activities*. The objective of this Statement is to improve guidance regarding the identification of fiduciary activities for accounting and financial reporting purposes and how those activities should be reported. The requirements of this Statement were originally effective for reporting periods beginning after December 15, 2018. As amended by GASB Statement No. 95, *Postponement of the effective dates of Certain Authoritative Guidance*, the effective date is postponed by one year.
- GASB Statement No. 87, *Leases*. The objective of this Statement is to better meet the information needs of financial statement users by improving accounting and financial reporting for leases by governments. This Statement increases the usefulness of governments' financial statements by requiring recognition of certain lease assets and liabilities for leases that previously were classified as operating leases and recognized as inflows of resources or outflows of resources based on the payment provisions of the contract. It establishes a single model for lease accounting based on the foundational principle that leases are financings of the right to use an underlying asset. Under this Statement, a lessee is required to recognize a lease liability and an intangible right-to-use lease asset, and a lessor is required to recognize a lease receivable and a deferred inflow of resources, thereby enhancing the relevance and consistency of information about governments' leasing activities. The requirements of this Statement were originally effective for reporting periods beginning after December 15, 2019. As amended by GASB Statement No. 95, *Postponement of the effective dates of Certain Authoritative Guidance*, the effective date is postponed by eighteen months.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

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

Recent accounting pronouncements – (continued)

- GASB Statement No. 88, *Certain Disclosures Related to Debt, including Direct Borrowings and Direct Placements*. The primary objective of this Statement is to improve the information that is disclosed in notes to government financial statements related to debt, including direct borrowings and direct placements. It also clarifies which liabilities governments should include when disclosing information related to debt. This Statement defines debt for purposes of disclosure in notes to financial statements as a liability that arises from a contractual obligation to pay cash (or other assets that may be used in lieu of cash) in one or more payments to settle an amount that is fixed at the date the contractual obligation is established. This Statement requires that additional essential information related to debt be disclosed in notes to financial statements, including unused lines of credit; assets pledged as collateral for the debt; and terms specified in debt agreements related to significant events of default with finance-related consequences, significant termination events with finance-related consequences, and significant subjective acceleration clauses. For notes to financial statements related to debt, this Statement also requires that existing and additional information be provided for direct borrowings and direct placements of debt separately from other debt. The requirements of this Statement were originally effective for reporting periods beginning after June 15, 2018. As amended by GASB Statement No. 95, *Postponement of the effective dates of Certain Authoritative Guidance*, the effective date is postponed by one year.

- GASB Statement No. 89, *Accounting for Interest Cost Incurred Before the End of a Construction Period*. This Statement establishes accounting requirements for interest cost incurred before the end of a construction period. Such interest cost includes all interest that previously was accounted for in accordance with the requirements of paragraphs 5–22 of Statement No. 62, *Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements*, which are superseded by this Statement. This Statement requires that interest cost incurred before the end of a construction period be recognized as an expense in the period in which the cost is incurred for financial statements prepared using the economic resources measurement focus. As a result, interest cost incurred before the end of a construction period will not be included in the historical cost of a capital asset reported in a business-type activity or enterprise fund. This Statement also reiterates that in financial statements prepared using the current financial resources measurement focus, interest cost incurred before the end of a construction period should be recognized as an expenditure on a basis consistent with governmental fund accounting principles. The requirements of this Statement were originally effective for reporting periods beginning after December 15, 2019. As amended by GASB Statement No. 95, *Postponement of the effective dates of Certain Authoritative Guidance*, the effective date is postponed by one year.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

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

Recent accounting pronouncements – (continued)

- GASB Statement No. 90, Majority Equity Interests. The primary objectives of this Statement are to improve the consistency and comparability of reporting a government's majority equity interest in a legally separate organization and to improve the relevance of financial statement information for certain components units. It defines a majority equity interest and specifies that a majority equity interest in a legally separate organization should be reported as an investment if a government's holding of the equity interest meets the definition of an investment. The requirements of this Statement were originally effective for reporting periods beginning after December 15, 2018. As amended by GASB Statement No. 95, *Postponement of the effective dates of Certain Authoritative Guidance*, the effective date is postponed by one year.
- 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 were originally effective for reporting periods beginning after December 15, 2020. As amended by GASB Statement No. 95, *Postponement of the effective dates of Certain Authoritative Guidance*, the effective date is postponed by one year.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

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

Recent accounting pronouncements – (continued)

- GASB Statement No. 92, Omnibus 2020. The objectives of this Statement are to enhance comparability in accounting and financial reporting and to improve the consistency of authoritative literature by addressing practice issues that have been identified during implementation and application of certain GASB Statements. This Statement addresses a variety of topics and includes specific provisions about the following: The effective date of *Statement No. 87, Leases, and Implementation Guide No. 2019-3, Leases*, for interim financial reports; reporting of intra-entity transfers of assets between a primary government employer and a component unit defined benefit pension plan or defined benefit other postemployment benefit (OPEB) plan; the applicability of *Statements No. 73, Accounting and Financial Reporting for Pensions and Related Assets That Are Not within the Scope of GASB Statement 68, and Amendments to Certain Provisions of GASB Statements 67 and 68*, as amended, and *No. 74, Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans*, as amended, to reporting assets accumulated for postemployment benefits; the applicability of certain requirements of *Statement No. 84, Fiduciary Activities*, to postemployment benefit arrangements; measurement of liabilities (and assets, if any) related to asset retirement obligations (AROs) in a government acquisition; reporting by public entity risk pools for amounts that are recoverable from reinsurers or excess insurers; reference to nonrecurring fair value measurements of assets or liabilities in authoritative literature; and terminology used to refer to derivative instruments. The requirements of this Statement were originally effective for reporting periods beginning after June 15, 2020. As amended by GASB Statement No. 95, *Postponement of the effective dates of Certain Authoritative Guidance*, the effective date is postponed by one year.
- GASB Statement No. 93, Replacement of Interbank Offered Rates (IBOR). The objective of this Statement is to address accounting and financial reporting implications that result from the replacement of an IBOR most notably the London Interbank Offered Rate (LIBOR). As a result of global reference rate reform, LIBOR is expected to cease to exist in its current form at the end of 2021, prompting governments to amend or replace financial instruments for the purpose of replacing LIBOR with other reference rates, by either changing the reference rate or adding or changing fallback provisions related to the reference rate.

The removal of LIBOR as an appropriate benchmark interest rate was originally effective for reporting periods ending after December 31, 2021. All other requirements of this Statement were originally effective for reporting periods beginning after June 15, 2020. As amended by GASB Statement No. 95, *Postponement of the effective dates of Certain Authoritative Guidance*, the effective dates are postponed by one year.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

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

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 exchange-like 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 exchange-like transaction.

The requirements of this Statement are effective for fiscal years beginning after June 15, 2022, and all reporting periods thereafter. GASB Statement No. 95, *Postponement of the effective dates of Certain Authoritative Guidance* does not postpone the effective date of this Statement because the pandemic of COVID – 19 was factored into the statement’s effective date.

- GASB Statement No. 95, Postponement of the effective dates of Certain Authoritative Guidance. The primary objective of this Statement is to provide temporary relief to governments and other stakeholders in light of the COVID-19 pandemic. That objective is accomplished by postponing the effective dates of certain provisions in Statements and Implementation Guides that first became effective or are scheduled to become effective for periods beginning after June 15, 2018, and later.

The effective dates of certain provisions contained in the following pronouncements are postponed by one year:

- *Statement No. 83, Certain Asset Retirement Obligations*
- *Statement No. 84, Fiduciary Activities*

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

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

Recent accounting pronouncements – (continued)

- *Statement No. 88, Certain Disclosures Related to Debt, including Direct Borrowings and Direct Placements*
- *Statement No. 89, Accounting for Interest Cost Incurred before the End of a Construction Period*
- *Statement No. 90, Majority Equity Interests*
- *Statement No. 91, Conduit Debt Obligations*
- *Statement No. 92, Omnibus 2020*
- *Statement No. 93, Replacement of Interbank Offered Rates*
- *Implementation Guide No. 2017-3, Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions (and Certain Issues Related to OPEB Plan Reporting)*
- *Implementation Guide No. 2018-1, Implementation Guidance Update—2018*
- *Implementation Guide No. 2019-1, Implementation Guidance Update—2019*
- *Implementation Guide No. 2019-2, Fiduciary Activities.*

The effective dates of the following pronouncements are postponed by 18 months:

- *Statement No. 87, Leases*
- *Implementation Guide No. 2019-3, Leases.*

Earlier application of the provisions addressed in this Statement is encouraged and is permitted to the extent specified in each pronouncement as originally issued.

The requirements of this Statement are effective immediately.

- 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.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

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

Recent accounting pronouncements – (continued)

- GASB Statement No. 97, Certain Component Criteria, and Accounting and Financial Reporting for Internal Revenue Code Section 457 Deferred Compensation Plans- An Amendment of GASB Statements No. 14 and No. 84, and a Supersession of GASB Statement No. 32. The primary objectives of this Statement are to (1) increase consistency and comparability related to the reporting of fiduciary component units in circumstances in which a potential component unit does not have a governing board and the primary government performs the duties that a governing board typically would perform; (2) mitigate costs associated with the reporting of certain defined contribution pension plans, defined contribution other postemployment benefit (OPEB) plans, and employee benefit plans other than pension plans or OPEB plans (other employee benefit plans) as fiduciary component units in fiduciary fund financial statements; and (3) enhance the relevance, consistency, and comparability of the accounting and financial reporting for Internal Revenue Code (IRC) Section 457 deferred compensation plans (Section 457 plans) that meet the definition of a pension plan and for benefits provided through those plans.

The requirements of this Statement that (1) exempt primary governments that perform the duties that a governing board typically performs from treating the absence of a governing board the same as the appointment of a voting majority of a governing board in determining whether they are financially accountable for defined contribution pension plans, defined contribution OPEB plans, or other employee benefit plans and (2) limit the applicability of the financial burden criterion in paragraph 7 of Statement 84 to defined benefit pension plans and defined benefit OPEB plans that are administered through trusts that meet the criteria in paragraph 3 of Statement 67 or paragraph 3 of Statement 74, respectively, are effective immediately.

The requirements of this Statement that are related to the accounting and financial reporting for Section 457 plans are effective for fiscal years beginning after June 15, 2021. For purposes of determining whether a primary government is financially accountable for a potential component unit, the requirements of this Statement that provide that for all other arrangements, the absence of a governing board be treated the same as the appointment of a voting majority of a governing board if the primary government performs the duties that a governing board typically would perform, are effective for reporting periods beginning after June 15, 2021. Earlier application of those requirements is encouraged and permitted by requirement as specified within this Statement.

The Board considered the effective dates for the requirements of this Statement in light of the COVID-19 pandemic and in concert with Statement No. 95, *Postponement of the Effective Dates of Certain Authoritative Guidance*.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

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

Recent accounting pronouncements – (continued)

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

Note 3 - Uncertainty and liquidity risk

As further discussed in Note 6, PRASA has not been able to meet in full its scheduled debt service payments on the loans granted by the Revolving Fund. Therefore, management of the Revolving Fund determined that an allowance for such loans was required to be recognized, which amounted to approximately \$86.2 million as of June 30, 2019.

This loss event, together with past credit losses in the Revolving Fund's deposits with GDB, have brought a significant reduction in the Revolving Fund's net position and liquidity, as well as temporarily halting the disbursement of funds for the construction of wastewater infrastructure to PRASA, to the point of raising substantial doubt about its ability to continue serving the purposes of the water pollution control revolving loan program, especially as the Revolving Fund had been partially inactive since then.

Remediation plan

As further described in Note 12, in response to the approved fiscal plan provisions of the Commonwealth, as well as the approved General Fund Budget for fiscal year 2019, the Commonwealth recapitalized the Revolving Fund and the Puerto Rico Safe Drinking Water Treatment Revolving Loan Fund (together known as the State Revolving Funds or SRFs), by making a \$194.5 million contribution (\$141.2 million and \$53.3 million on behalf of the Revolving Fund and the Puerto Rico Safe Drinking Water Treatment Revolving Loan Fund, respectively) to such funds during December 2018, deposited in a separate Trust account of new creation, from which both revolving funds would now be able to resume or reactivate the operations for which they were created. This recapitalization has also allowed the EPA to authorize disbursements and loans to PRASA in regard to the Revolving Fund.

With respect to the collectability of the Revolving Fund's loans, the Commonwealth reached an agreement with the Environmental Protection Agency (EPA) on July 26, 2019 to restructure approximately \$596 million in debt with the SRF's. The agreements modify the economic terms of approximately \$596 million in outstanding SRF loans, approximately \$403 million pertaining to the Revolving Fund, eliminate the Commonwealth's guaranty of such debt, and designate such debt as parity senior debt with PRASA's other senior debt pursuant to the terms of PRASA's existing Master Agreement of Trust.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 3 - Uncertainty and liquidity risk – (continued)

The agreement was approved by the Oversight Board ending the need for continued forbearance agreements related to the federal debt and removing uncertainties about PRASA's future. Refer to Note 12 of the basic financial statements for further information.

Future capitalization grants are dependent on the availability of funds from the Commonwealth to match a required percentage under Federal Law; which in turn depends on budgetary appropriations made by the Legislature and the certification of such allocation by the Oversight Board, which actions are beyond the control of the Revolving Fund (See Notes 4 and 12). Notwithstanding, the aforementioned remediating activities already in effect alleviate the substantial doubt about the Revolving Fund's ability to continue serving the purposes of the water pollution control revolving loan program.

Note 4 - Custodial credit risk

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.

On March 23, 2018, GDB ceased its operations, and it has been since then winding down in an orderly fashion under Title VI of the Puerto Rico Oversight, Management and Economic Stability Act (PROMESA). As GDB served in prior years as the depository of most of the Revolving Fund's funds, the Revolving Fund's cash, time deposits and accrued interest receivable on deposits, based on an evaluation of the availability and recoverability of such deposits, a custodial credit loss on deposits and related accrued interest at GDB was recorded in an aggregate amount of approximately \$141.3 million on the Revolving Fund's financial statements in prior years.

Pursuant Title VI of PROMESA, GDB restructured its obligations on November 29, 2018. Such restructuring requires the offset between financial instruments assets and liabilities held by GDB. Since the State Revolving Fund does not have loans with GDB, funds custodial credit loss recognized in prior years was formalized. Thus, during the fiscal year ended on June 30, 2019, the Revolving Fund recognized the write off on deposits with GDB amounting to approximately \$141.3 million.

Transfer of funds from the Commonwealth

The Commonwealth, with the approval of the Oversight Board, included in its budget for fiscal year 2019, \$141.2 million to be transferred to the Revolving Fund in restitution of the deposits lost because of GDB's insufficient liquidity. As mentioned above, the Revolving Fund had approximately \$141.3 million deposited in the GDB and frozen during fiscal year 2016.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 4 - Custodial credit risk – (continued)

Transfer of Funds from the Commonwealth – (continued)

The EPA requested the transfer of said funds in a lump sum as soon as appropriate since these funds would go a long way in helping to stabilize the SRF and enable them to provide significant financial assistance to Puerto Rico communities to address critical water and wastewater infrastructure problems for the maximum benefit to the people. On November 21, 2018, the Oversight Board agreed and authorized the disbursement and in December 2018, the Revolving Fund received \$141.2 million from the Commonwealth of Puerto Rico.

Cash and cash equivalents as of June 30, 2019 were deposited as follows:

Deposits held at June 30, 2019

<u>Type of Deposit</u>	<u>Amount</u>
Cash and escrow deposit at commercial bank	\$ 5,083,668
Time deposits at commercial bank	<u>150,083,619</u>
	<u>\$ 155,167,287</u>

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 - Transactions with Puerto Rico Fiscal Agency and Advisory Authority

Since the Puerto Rico Fiscal Agency and Advisory Authority (AAFAF) had certain responsibilities with the Revolving Fund, AAFAF provided certain management services to the Revolving Fund at no cost during the year ended June 30, 2019.

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Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 6 - Loans receivable

At June 30, 2019, loans receivable consist of the outstanding balances as follows:

Type of loan	Loans at June 30, 2019		
	Loans Balance	Allowance for Loans Losses	Loans Balance, net
PRASA:			
Permanent loans	\$ 209,373,073	\$ (46,847,529)	\$ 162,525,544
Construction loans	<u>176,068,004</u>	<u>(39,395,471)</u>	<u>136,672,533</u>
	385,441,077	(86,243,000)	299,198,077
PREPA - construction loans	12,617,834	-	12,617,834
Municipalities - permanent loans	<u>216,939</u>	<u>-</u>	<u>216,939</u>
Total	<u><u>\$ 398,275,850</u></u>	<u><u>\$ (86,243,000)</u></u>	<u><u>\$ 312,032,850</u></u>

The reconciliation to the statement of net position as of June 30, 2019 is as follows:

Description	Amount
Current portion:	
PRASA, net	\$ 555,556
Municipalities	<u>138,586</u>
Total current portion, net	<u>694,142</u>
Noncurrent portion:	
PRASA, net	298,642,521
PREPA	12,617,834
Municipalities	<u>78,353</u>
Total noncurrent portion, net	<u>311,338,708</u>
Total loans receivable, net	<u><u>\$ 312,032,850</u></u>

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 6 - Loans receivable – (continued)

Permanent loans are due in semiannual installments, bearing interest at 2% per annum, maturing on various dates through December 31, 2035. Permanent loans receivable, as of June 30, 2019, mature as follows:

<u>Years Ending June 30,</u>	<u>Amount</u>
2020	\$ 58,314,822
2021	15,272,071
2022	14,054,585
2023	14,139,876
2024	14,209,730
Thereafter	<u>93,381,989</u>
	<u>\$ 209,373,073</u>

Future payments for the fiscal year ended on June 30, 2020 included scheduled debt service payments overdue from previous years.

Construction loans 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.

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 20% 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.

Pursuant to Act 96 of June 30, 2015 (the Act 96), the Commonwealth guarantees the payment of principal and interest on most of the outstanding Revolving Fund loans granted to PRASA on or before June 30, 2020. Loans covered by Act 96 include a statement of such guarantee in the loan agreement.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 6 - Loans receivable – (continued)

Notwithstanding that a guaranty from the Commonwealth exists, the current financial situation of the Commonwealth is precarious and the possibility that available resources will be insufficient to cover the guaranty in its entirety prevails. PRASA is also experiencing a challenging financial scenario, with its ability to fulfill all of its financial commitments currently impaired, 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.

The Commonwealth's guaranty related to all the original financing agreements, and the bonds and loans issued was terminated, and 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.

Loans are considered impaired based on current information and events, including a letter to the Electronic Municipal Market Access System (EMMA) dated March 16, 2016 and the eventual significant delays in the receipt of the scheduled debt service payments.

The letter to EMMA disclosed the situation that caused a backlog of unpaid obligations to contractors on PRASA's capital improvement program (CIP). In summary, as a result of the recent obstacles faced by PRASA in gaining access to the bond market for the issuance of its revenue bonds to cover the cost of its CIP, it has been unable to pay certain outstanding contractor receivables and had to suspend its ongoing CIP projects. The action plan proposed in this letter to face the situation included the following: (1) rate increases (currently in implementation stage), (2) set asides certain funds within the master agreement trust in order to make payments to its contractors, which did not include any payment to the Revolving Fund, (3) the approval by the Senate of Puerto Rico of the legislation to create a special purpose entity for a bond issuance (the creation of such entity never materialized), (4) PRASA had a \$180 million credit line from GDB (no longer available due to the wind down and restructuring of GDB in November 2018) and (5) obtaining financing from a willing investor, with or without the approval of legislation.

Considering that the action plan has had no significant development and that beginning on June 30, 2016, a series of debt forbearance agreements were entered with PRASA (see Note 8), 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.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 6 - Loans receivable – (continued)

The PRASA's debt restructuring agreements (Both SRF and Rural Development), referred to in Notes, 2, 3 and 12, were executed July 26, 2019 and publicly disclosed through the Municipal Securities Rulemaking Board's Electronic Municipal Market Access, on August 9, 2019, in accordance with the Securities and Exchange Commission timelines. As a result of this restructuring, during the year ended on June 30, 2019, management was able to release allowance for loan losses amounting to \$2,296,000, that was provided in prior year, and which is included as release of provision for loan losses in the accompanying statement of revenues, expenses and changes in net position for the year then ended.

Note 7 - Capitalization grants

The Clean Water Act (the CWA) 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 EPA and the matching funds from the Commonwealth are recorded as non-operating revenues. As of June 30, 2019, the EPA has awarded capitalization grants amounting to \$566,597,755 to the Revolving Fund, of which \$466,473,135 have been drawn for loans and administrative expenses.

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Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 7 - 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, 2018	Draws during 2019	Total draws at June 30, 2019	Available at June 30, 2019
1989	\$ 12,302,136	\$ 12,302,136	\$ -	\$ 12,302,136	\$ -
1990	12,724,965	12,724,965	-	12,724,965	-
1991	26,767,224	26,767,224	-	26,767,224	-
1992	25,341,921	25,341,921	-	25,341,921	-
1993	25,068,780	25,068,780	-	25,068,780	-
1994	15,554,979	15,554,979	-	15,554,979	-
1995	16,064,829	16,167,508	-	16,167,508	(102,679)
1996	26,314,675	26,314,675	-	26,314,675	-
1997	8,110,800	8,110,800	-	8,110,800	-
1998	17,562,897	19,244,428	-	19,244,428	(1,681,531)
1999	17,564,382	16,532,547	-	16,532,547	1,031,835
2000	17,504,784	17,504,784	-	17,504,784	-
2001	31,349,156	31,349,156	-	31,349,156	-
2002	17,387,865	17,387,865	-	17,387,865	-
2003	18,322,900	18,322,900	-	18,322,900	-
2004	17,285,301	17,285,301	-	17,285,301	-
2006	25,475,868	25,475,868	-	25,475,868	-
2007	13,959,396	13,959,396	-	13,959,396	-
ARRA	51,114,200	51,114,200	-	51,114,200	-
2008	18,340,841	18,340,841	-	18,340,841	-
2010	26,575,000	25,932,139	-	25,932,139	642,861
2011	19,259,000	16,169,988	-	16,169,988	3,089,012
2012	18,034,856	6,301,004	2,011,648	8,312,652	9,722,204
2013	17,413,000	725,870	332,945	1,058,815	16,354,185
2014	18,287,000	-	129,267	129,267	18,157,733
2015	18,193,000	-	-	-	18,193,000
2016	17,426,000	-	-	-	17,426,000
2017	17,292,000	-	-	-	17,292,000
	<u>\$ 566,597,755</u>	<u>\$ 463,999,275</u>	<u>\$ 2,473,860</u>	<u>\$ 466,473,135</u>	<u>\$ 100,124,620</u>

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 7 - Capitalization grants – (continued)

At June 30, 2019, the Revolving Fund had \$17,292,000, \$17,426,000 and \$18,193,000 from grants awarded by the EPA during the federal fiscal years ended September 30, 2017, 2016, and 2015, 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, 2019, PRIFA, PRASA, and third parties have not executed financial agreements related to these awards. See Note 12 for subsequent events.

During fiscal year ended June 30, 2019, the Revolving Fund contributed approximately \$258,000 for different types of projects to the following entities:

San Juan Bay Estuary	\$ 152,324
Municipality of Villalba	<u>105,642</u>
Total	<u>\$ 257,966</u>

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 8 - Revolving funds loan forbearance

On June 30, 2016, in light of PRASA's liquidity constraints, PRIFA, DOH, and the Puerto Rico Department of Natural and Environmental Resources (DNER) entered into a forbearance agreement with PRASA (the Forbearance Agreement), under which PRIFA, among other things, agreed to a temporary forbearance of its rights and remedies under the Revolving Fund Loan documents against PRASA and under the Commonwealth Guaranty through December 30, 2016. The Forbearance Agreement was reached in order to facilitate a reasonable due diligence and negotiation period necessary to achieve definitive agreements for the restructuring of PRASA's obligations related to such Revolving Fund Loan facilities.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 8 - Revolving funds loan forbearance – (continued)

At different dates between December 14, 2016 through May 28, 2019, PRIFA, DNER, DOH and PRASA have entered into nine additional amendment agreements, the last one expired on July 31, 2019, to amend certain provisions of the forbearance and to provide for an additional temporary forbearance of potential defaults and events of default that may arise under the Forbearance Agreement and the Revolving Loan documents.

On July 26, 2019, the forbearance agreements were terminated and escrowed funds applied to the SRF loans as part of the PRASA's debt restructuring agreement, as described in Notes 3, 6 and 12.

Note 9 - Notice of noncompliance

Following meetings with the directors or representatives of PRIFA, the DNER and GDB between September 12 and 15 of 2016, the EPA, concerned with the continuing delays in processing payments for water pollution control projects funded by the Revolving Fund, issued on October 3, 2016 to these agencies, a Notice of Noncompliance with their obligations and federal requirements for the management of the Revolving Fund.

Based on information received by PRIFA, DNER and GDB, the EPA determined that these agencies, with particular reference to GDB, did not comply with the federal requirements to (1) establish, maintain, invest and credit the Revolving Fund with repayments, such that the fund balance will be available in perpetuity for authorized and eligible water pollution control activities, (2) maintain the Revolving Fund in a manner that ensures the funds are used for authorized purposes and (3) maintain a separate account or series of accounts for the Revolving Fund that are dedicated solely to providing loans and financial assistance for the purpose authorized by the Clean Water Act.

The Notice of Noncompliance identified steps that the aforementioned agencies had to take to be in full compliance with the requirements of the Clean Water Act and remain eligible for federal clean water funding. The Notice of Noncompliance also required the submittal of a corrective action plan to the EPA. The Notice of Noncompliance was referred to the EPA's Office of Inspector General (OIG).

The recapitalization discussed in Note 4 has also allowed the EPA to authorize disbursements and loans to PRASA in regard to the Revolving Fund. Also, the finalization of the restructuring agreement discussed in Note 12 will ensure the repayment of PRASA's SRF loans and PRASA will be eligible to apply for financial assistance from the SRF funds, which helps ensure the continued protection of public health and the environment for the residents of Puerto Rico.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 10 - Financial management audit by EPA's OIG

On September 16, 2016, the EPA's OIG received a hotline complaint from the EPA identifying financial irregularities with the SRFs. The complaint reported of a combined balance of approximately \$194.5 million for the SRFs (\$141.2 million for the Revolving Fund) at GDB but that GDB did not have the assets to honor such balances. Pursuant the receipt of the hotline complaint, the OIG conducted an audit to accomplish the following objectives:

- Identify the source of the funds that made up the \$194.5 million in question.
- Determine the current status of the \$194.5 million and the potential for recovery.
- Identify the causes for the alleged financial irregularities.
- Determine when the agencies responsible for administering the SRFs knew or should have known about the financial crisis and GDB's failure, and determine what actions or measures, if any, these agencies could have taken to secure the funds in question.
- Determine if the EPA performed adequate oversight.

The audit was conducted from October 31, 2016 to February 15, 2017, in accordance with generally accepted auditing standards issued by the Comptroller General of the U.S.

The OIG audit confirmed that the \$194.5 million (\$141.2 million for the Revolving Fund) in question were not available because GDB did not have the assets to honor the balance, as a result of the severe and ongoing financial crisis faced by the Commonwealth and GDB. However, although the EPA and the SRFs managing agencies (PRIFA, the DNER and DOH) were all aware of the financial crisis of Puerto Rico, they had no reason to believe and received no early indications prior to March 31, 2016 that the SRFs funds at GDB would ultimately be impaired. The OIG audit report went further by stating that the EPA could not have predicted or prevented this situation.

The audit also revealed that there were no indications that the SRFs managing agencies commingled or misused the funds held with GDB and as soon as the irregularities were discovered. The EPA provided adequate oversight to address the issues and worked with the managing agencies to safeguard the future revolving fund transactions. The Commonwealth recognized its obligation and has included restoration of the SRFs funds in its fiscal plan for fiscal year 2019 (see related disclosure of this restoration further below); nonetheless, withdrawals of any significance in the near future were determined to be highly unlikely.

The OIG audit also determined that approximately \$580 million in repayments to the SRFs owed by PRASA were at risk; however, that there was no indication that such repayments were at risk until February 26, 2016.

As discussed in Note 4, the Commonwealth transferred \$194.5 million to the SRFs (\$141.2 million for the Revolving Fund) in restitution of the deposits lost because of GDB's insufficient liquidity.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 11 - 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, 2019, total reimbursement of administrative expenses amounted to \$438,842.

Note 12 - Subsequent events

Subsequent events were evaluated through June 30, 2022, 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.

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

On July 26, 2019, PRASA and the Trustee entered into a seventh supplemental Agreement of trust, dated as of July 26, 2019, in order to clarify and amend certain provisions in the trust agreement, including, among other things, that the loans provided by the SRF to PRASA are not Commonwealth guaranteed indebtedness (as defined in the trust agreement).

Fiscal plans for PRASA and the Commonwealth

The PRASA fiscal plan

On May 27, 2021, the Oversight Board approved and certified a 5-year fiscal plan for PRASA (the PRASA Fiscal Plan). The PRASA Fiscal Plan includes a series of new initiatives, including, among others, rate increases, new federal funds, pension reform, electricity expense reduction, Christmas bonus elimination, health care savings, reductions in physical water losses, organizational optimization, chemical expense reduction, among others. Detailed information about the PRASA Fiscal Plan is disclosed in the portal page of the Oversight Board.

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 the loan agreements in order to

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 12 - Subsequent events – (continued)

PRASA's debt restructuring – (continued)

restructure certain existing loans from the SRF funds and the notes issued by PRASA under the new loan agreements superseded and replaced all outstanding obligations with the SRF funds. The SRF also waived all accrued and unpaid interest with respect to the old debt. The new loan agreements 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. The new loans provided by the SRF to PRASA are not Commonwealth guaranteed indebtedness, as defined in the trust agreement and the Commonwealth guaranty related to all the original financing agreements was terminated.

On August 18, 2020, PRASA entered into a loan agreement with DNER and the Puerto Rico Infrastructure Financing Authority for loans amounting to \$163 million to allow funding of 28 wastewater capital improvement projects.

The executed loan agreement provides for a 30-year amortization after completion of the relevant projects with a 1% interest rate. The loans were designated as Senior indebtedness under PRASA Master Trust Agreement.

On December 17, 2020, PRASA issued 2020 Series A and Series B Revenue Refunding Bonds amounting to \$1,351.3 million and \$18.8 million respectively. The proceeds of the 2020 Senior Bonds were used to (i) refinance a portion of the currently outstanding 2008 Revenue Bonds Series A and Series B (Senior Lien) issued under the Trust Agreement, excluding the non-callable convertible capital appreciation bonds, (ii) refinance all PRASA's Revenue Refunding Bonds 2008 Series A and Series B, each guaranteed by the Commonwealth and (iii) pay cost of issuance of the 2020 Senior Bonds. The 2020 Bonds bear coupons at rates ranging from 4% to 5% per annum with yields at the time of issuance ranging from 2.50% to 4.50% with maturity rates ranging from July 1, 2021 to July 1, 2047. The proceeds of the 2020 Bonds amounting to \$1,471.1 million, including \$101 million in premium, were used to pay (i) \$10.4 million in underwriters discount and other cost of issuance and (ii) deposit \$1,460.7 million in an irrevocable trust with an escrow agent to pay outstanding principal and accrued interest for the refunded bonds on the applicable redemption date. As a result, the refunded bonds are considered defeased. The defeasance of the refunded bonds resulted in a reduction in PRASA's total debt service payments over the next 27 years of approximately \$348.2 million and resulted in an economic gain of approximately \$213.3 million.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 12 - Subsequent events – (continued)

Financial assistance agreements

On June 21, 2021, the Puerto Rico Infrastructure Financing Authority, acting on behalf of the Puerto Rico Department of Natural and Environmental Resources, as successor of the Puerto Rico Environmental Quality Board Pursuant to Act number 171-2018, entered in a financial assistance program with the University of Puerto Rico amounting to \$778 thousand to finance the Carraizo Reservoir Study cost.

Also, on July 8, 2021, the Puerto Rico Infrastructure Financing Authority, acting on behalf of the Puerto Rico Department of Natural and Environmental Resources, as successor of the Puerto Rico Environmental Quality Board Pursuant to Act number 171-2018, entered in a financial assistance program with the Corporation for the Conservation of the San Juan Bay Estuary amounting to \$7.8 million for the following:

- Five years program of monitoring and corrective program,
- Resilient hubs and clean water for a comprehensive mitigation
- Domestic sewage facilities treatment and conservation
- Pollution reduction and prevention initiative walkable city

Capitalization grants

As of the date these basic financial statements are available to be issued, the Revolving Fund received capitalization grant award notifications for the fiscal years 2018 through 2022, as follows:

<u>Date received</u>	<u>Award fiscal year</u>	<u>Grant amount</u>
August 21, 2019	2018	\$ 20,935,000
July 30, 2020	2019	20,724,000
September 21, 2020	2020	20,727,000
September 27, 2021	2021	<u>20,724,000</u>
Total		<u>\$ 83,110,000</u>

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 12 - Subsequent events – (continued)

Commonwealth of Puerto Rico Plan of Adjustment

On June 30, 2016, the United States Congress enacted the Puerto Rico Oversight, Management, and Economic Stability Act (PROMESA) to address these problems, which included the establishment of the Financial Oversight and Management Board for Puerto Rico (the Oversight Board), an in-court restructuring process under Title III of PROMESA, and an out-of-court restructuring process under Title VI of PROMESA. Thereafter, the Commonwealth and other governmental entities including, the Puerto Rico Sales Tax Financing Corporation (COFINA), the Employees Retirement System of the Government of the Commonwealth of Puerto Rico (ERS), the Puerto Rico Highways and Transportation Authority (HTA), the Puerto Rico Electric Power Authority (PREPA), and the Public Building Authority (PBA) initiated proceedings under Title III, and the Government Development Bank for Puerto Rico (GDB), the Puerto Rico Infrastructure Financing Authority (PRIFA), and the Puerto Rico Convention Center District Authority (PRCCDA) initiated proceedings under Title VI, each at the request of the Governor to restructure or adjust their existing debt.

On July 30, 2021, the Oversight Board—as representative to the Commonwealth, ERS, and PBA in their respective Title III cases—filed its Seventh Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al. [ECF No. 17629] (the Seventh Amended Plan) and a corrected disclosure statement related thereto [ECF No. 17628], which was approved by the United States District Court for the District of Puerto Rico (the Title III Court).

On October 26, 2021, the Governor signed into law Act No. 53 of 2021 (Act 53), known as the “Law to End the Bankruptcy of Puerto Rico,” which provided legislative approval for the bond transactions contemplated in the Seventh Amended Plan conditioned on the elimination of its monthly pension cut provisions in an amended version of that plan.

On November 3, 2021, the Oversight Board filed its Modified Eighth Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al. [ECF No. 19053] (the Eighth Amended Plan), which further revised the Seventh Amended Plan to eliminate its monthly pension cut provisions consistent with Act 53, among other things. The hearing to consider confirmation of the Eighth Amended Plan commenced on November 8, 2021 and concluded on November 23, 2021. The final modified version of the Eighth Amended Plan was filed on January 14, 2022 [ECF No. 19813-1] (as confirmed, the Commonwealth Plan of Adjustment).

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to Basic Financial Statements – (continued)

For the Year Ended June 30, 2019

Note 12 - Subsequent events – (continued)

Commonwealth of Puerto Rico Plan of Adjustment – (continued)

On March 15, 2022 (the Effective Date), the conditions precedent to the Effective Date of the Commonwealth Plan of Adjustment were satisfied and/or waived by the Oversight Board, and the plan became effective. Accordingly, the Commonwealth Plan of Adjustment has been confirmed and is currently effective as of the date hereof.

For further information, refer to the final versions of the Commonwealth Plan of Adjustment, Findings of Fact, and Confirmation Order, which are available at <https://cases.primeclerk.com/puertorico/Home-DocketInfo>.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2019

Federal Agency/ (Pass-Through Agency) and Program Title	AL Number	Other Award Number	Expenditures				Passed-Through to Subrecipients	Note
			From Direct Awards	From Pass- Through Awards	Total			
Clean Water State Revolving Funds Cluster:								
U.S Environmental Protection Agency								
(Pass-through from the Puerto Rico Department of Natural and Environmental Resources)								
Capitalization Grants For Clean Water State Revolving Funds	66.458	CS72000112 CS72000113 CS72000114	\$ -	\$ 1,597,900	\$ 1,597,900	\$ 1,159,058	Note 4 and Note 5	
Total Clean Water State Revolving Fund Cluster			<u>\$ -</u>	<u>\$ 1,597,900</u>	<u>\$ 1,597,900</u>	<u>\$ 1,159,058</u>		

See accompanying notes to the schedule of expenditures of federal awards

Puerto Rico Water Pollution Control
Revolving Loan Fund

Notes to the Schedule of Expenditures of Federal Awards

For the Year Ended June 30, 2019

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 - Summary of significant accounting policies

- 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.

Puerto Rico Water Pollution Control
Revolving Loan Fund

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

For the Year Ended June 30, 2019

Note 4 - Capitalization grants

During the year ended June 30, 2019, loans originated with the U.S. Environmental Protection Agency ("EPA) capitalization grants amounted to \$1,010,432, which represent the federal portion of loans originated. For the year ended June 30, 2019, grants disbursed amounted to \$148,626, of which \$146,852 represent the federal share and \$1,774 represent the state share of the grants, respectively. Grants are not subject to loan or interest charges. The balance of loans previously granted amounting to \$398,275,850 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:

<u>For the year ended on June 30, 2019:</u>	<u>Amount</u>
Expenditures per Schedule of Expenditures of Federal Awards	\$1,597,900
Plus: expenditures incurred in prior years but claimed for reimbursement during current year ended June 30, 2019	994,953
Less: expenditures incurred during the year ended June 30, 2019 that have not been claimed for reimbursement to the EPA	<u>118,993</u>
Contributions from EPA per statement of revenues, expenses and changes in net position	<u><u>\$2,473,860</u></u>

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

Report on the Financial Statements

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, 2019, 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 30, 2022.

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 may exist that have not been identified.

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



Galíndez LLC

San Juan, Puerto Rico
June 30, 2022
License No. LLC-322
Expires December 1, 2023

PART III

Puerto Rico Water Pollution Control
Revolving Loan Fund

Independent Auditors' Report on Compliance with
Requirements Applicable to Each Major Program
and on Internal Control Over Compliance in Accordance with
the Uniform Guidance

INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE WITH REQUIREMENTS
APPLICABLE TO EACH MAJOR 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

We have audited the Puerto Rico Water Pollution Control Revolving 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, 2019. 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.

Management's Responsibility

Management is responsible for compliance with federal statutes, regulations, and the terms and conditions of its federal awards applicable to its federal programs.

Auditors' Responsibility

Our responsibility is to express an opinion on compliance for the Revolving Fund's major federal program based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and 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). Those standards and the Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the Revolving Fund's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for the major federal program. However, our audit does not provide a legal determination of the Revolving Fund's compliance.

To the Board of Directors of
Puerto Rico Water Pollution Control
Revolving Loan Fund
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Opinion on Major Federal Program

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, 2019.

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 2019-001. Our opinion on the major federal program is not modified with respect to this matter.

The Puerto Rico Water Pollution Control Revolving Loan Fund's response to the noncompliance finding identified in our audit is described in the accompanying schedule of findings and questioned costs. The Puerto Rico Water Pollution Control Revolving Loan Fund's response was not subjected to the auditing procedures applied in the audit of compliance and, accordingly, we express no opinion on the response.

Report on Internal Control Over Compliance

Management of the Puerto Rico Water Pollution Control Revolving Loan Fund is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the Revolving Fund's internal control over compliance with the types of requirements that could have a direct and material effect on the major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for the major federal program 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 internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Puerto Rico Water Pollution Control Revolving Loan Fund's internal control over compliance.

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 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.

To the Board of Directors of
Puerto Rico Water Pollution Control
Revolving Loan Fund
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Our consideration of internal control over compliance 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 compliance that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that have not been identified. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, we did identify a deficiency in internal control over compliance, as described in the accompanying schedule of findings and questioned costs as item 2019-001, that we consider to be a significant deficiency.

The Puerto Rico Water Pollution Control Revolving Loan Fund's response to the internal control over compliance finding identified in our audit is described in the accompanying schedule of findings and questioned costs. The Revolving Fund's response was not subjected to the 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.



Galíndez LLC

San Juan, Puerto Rico
June 30, 2022
License No. LLC-322
Expires December 1, 2023

PART IV

Puerto Rico Water Pollution Control
Revolving Loan Fund

Schedule of Findings and Questioned Costs

Puerto Rico Water Pollution Control
Revolving Loan Fund

Schedule of Findings and Questioned Costs

For the Year Ended June 30, 2019

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 2019-001.
- b) Major program:

<u>Name of Federal Program or Cluster:</u>	<u>AL Number</u>
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

Puerto Rico Water Pollution Control
Revolving Loan Fund

Schedule of Findings and Questioned Costs – (Continued)

For the Year Ended June 30, 2019

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 2020-001.
- f) Type of auditor's report issued on compliance for major programs: Unmodified opinion.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Schedule of Findings and Questioned Costs – (Continued)

For the Year Ended June 30, 2019

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

None.

Part III - Findings and Questioned Costs Relating to Federal Awards

Finding No. 2019-001 Audit Requirements for Auditees – Report Submission

Federal Program

Clean Water State Revolving Funds 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

Type of Finding

Compliance/Internal Control

Category

Significant Deficiency

Compliance Requirements

Other

Puerto Rico Water Pollution Control
Revolving Loan Fund

Schedule of Findings and Questioned Costs – (Continued)

For the Year Ended June 30, 2019

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

Finding No. 2019-001 Audit Requirements for Auditees – Report Submission – (continued)

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 auditor's 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”.

Condition found

The data collection form and the reporting package for the year ended on June 30, 2019 was not submitted to the Federal Audit Clearinghouse within the timeframe prescribed by the Uniform Guidance.

Cause

Accounting and reporting processes are being significantly 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 from 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

The data collection form and single audit reporting packages for the two years before this report (fiscal years 2017 and 2018) have also been submitted after the abovementioned prescribed timeframe.

Puerto Rico Water Pollution Control
Revolving Loan Fund

Schedule of Findings and Questioned Costs – (Continued)

For the Year Ended June 30, 2019

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

Finding No. 2019-001 Audit Requirements for Auditees – Report Submission – (continued)

Identification of a repeat finding

This is a repeat finding from the immediate previous audit and was reported as finding number 2018-002.

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 53.

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 and timely 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

Puerto Rico Water Pollution Control
Revolving Loan Fund

Corrective Action Plan

For the Year Ended June 30, 2019

Finding No. 2019-001 Audit Requirements for Auditees – Report Submission

Condition found

The data collection form and the reporting package for the year ended on June 30, 2019 was not submitted to the Federal Audit Clearinghouse within the timeframe prescribed by the Uniform Guidance.

Views of Responsible Officials and Corrective Action Plan

Due to historically extraordinary circumstances and events disclosed at length in the notes to the Financial Statements as of and for the year ended June 30, 2019, particularly Notes 3, 4, 6, 9, and 10, management was unable until recently to come up with reasonable audit certainty as to some of the balances contained in the Revolving Fund's financial statements; delaying their issuance and rendering management unable to file the Data Collection Form (DCF) in a timely manner. For the time period since the issuance of the fiscal year 2015 financial statements of the Revolving Fund and with a fiscally challenging government administration transition in the process, management has been working non-stop with local agencies and the United States Environmental Protection Agency to bring the Revolving Fund back to its regular operation, while providing audit certainty as to the balances contained in the financial statements.

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

September 2022

PART VI

Puerto Rico Water Pollution Control Revolving Loan Fund

Summary Schedule of Prior Year Findings

Puerto Rico Water Pollution Control
Revolving Loan Fund

Summary Schedule of Prior Year Findings

For the Year Ended June 30, 2019

Finding Number	Program	Fiscal Year	Noncompliance Condition:	Corrective Action	Questioned Costs	Status	Comments
2018-001	N/A	Year ended June 30, 2018	Executive Order No. 2016-10, signed by the Governor of Puerto Rico on April 8, 2016, declared the Government Development Bank (GDB) of Puerto Rico in a state of emergency and, among other things, restricted the withdrawal, payment and transfers of funds held on deposit with GDB. This executive order and subsequently discovered facts came to confirm a situation that that GDB did not have sufficient cash to cover the balance of funds in the Revolving Fund's account, therefore delaying the water infrastructure projects financed by the Revolving Fund.	Management executed a corrective action plan to address the noncompliance, including the following remediation steps: <ul style="list-style-type: none"> Established an account in a Trust with Banco Popular de Puerto Rico as Trustee, pursuant to which the Trustee shall receive all capitalization grant funds, investment earnings, loan repayments and any funds to be recovered under the Commonwealth Fiscal Plan; and set this account separate and apart from any and all proprietary funds of PRIFA, DNER, GDB and the Commonwealth, its agencies and instrumentalities. Amended the operating agreements and MOU between PRIFA and EQB in order to incorporate the roles of the Puerto Rico Fiscal Agency and Financial Advisory Authority (FAFAA). Through a transfer from the Commonwealth, pursuant to its fiscal plan and budgetary process for fiscal year 2019, restored to the Revolving Fund the deposits with GDB that had been frozen during fiscal year 2016 as a result of GDB's insolvency. 	None.	Corrected.	The corrective actions were implemented in various dates from June 30, 2017 through December 21, 2018 and the Commonwealth transferred \$141.2 million for the Revolving Fund in restitution of the deposits lost because of GDB's insufficient liquidity.
2018-002	ALN 66.458 Capitalization Grants for Clean Water State Revolving Funds	Year ended June 30, 2018	Data Collection Form and Single Audit reporting package was not submitted within nine months after the end of the audit period.	Due to historically extraordinary circumstances and events disclosed at length in the notes to the Financial Statements as of and for the year ended June 30, 2018, particularly Notes 3, 4, 6, 9, and 10, management was unable until recently to come up with reasonable audit certainty as to the some of the balances contained in the Revolving Fund's financial statements; delaying their issuance and rendering management unable to file the Data Collection Form (DCF) in a timely manner. For the time period since the issuance of the 2015 financial statements of the Revolving Fund and with a fiscally challenging government administration transition in the process, management has been working non-stop with local agencies and the United States Environmental Protection Agency to bring the Revolving Fund back to its regular operation, while providing audit certainty as to the balances contained in the financial statements.	None.	Not Corrected. A similar finding is included in the Audit Findings and Questioned Costs Section of this report as finding no. 2019-001.	Management started the corrective actions and expects to complete them by September 2022.