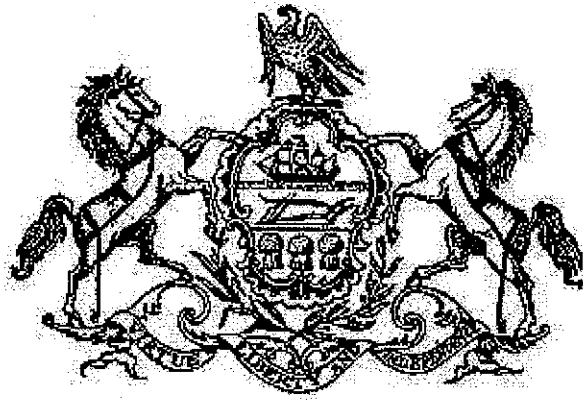


# **Pennsylvania Intergovernmental Cooperation Authority**



**Annual Report  
for  
Fiscal Year 2008**

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**October 28, 2008**

# **PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**

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Telephone: (215) 561-9160 – Fax: (215) 563-2570  
Email: [pica@picapa.org](mailto:pica@picapa.org)

## **Board of Directors**

### Chairperson

James Eisenhower, Esquire

### Vice Chairperson

William J. Leonard, Esquire

### Secretary/Treasurer

Varsovia Fernandez

### Asst. Secretary/Treasurer

Michael A. Karp

### Member

Robert L. Archie, Jr., Esquire

### Ex-Officio Members

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Commonwealth of Pennsylvania

Mary Soderberg  
Secretary of the Budget

Representative of the  
City of Philadelphia

Rob Dubow  
Director of Finance

## **Staff**

Uri Monson ..... Executive Director  
John J. Daly ..... Director of Capital Analysis  
Alik Bonarou ..... Director of Program Analysis  
Deidre A. Morgenstern ..... Accounts Manager  
Kim Richardson ..... Secretary/Receptionist

## **Professional Advisors**

### Authority Counsel

Reed Smith LLP

### Independent Auditors

Isdaner & Company, LLC

## The Mission of the Authority

The mission of the Authority, as stated in its enabling legislation, is as follows:

*Policy.*—It is hereby declared to be a public policy of the Commonwealth to exercise its retained sovereign powers with regard to taxation, debt issuance and matters of Statewide concern in a manner calculated to foster the fiscal integrity of cities of the first class to assure that these cities provide for the health, safety and welfare of their citizens; pay principal and interest owed on their debt obligations when due; meet financial obligations to their employees, vendors and suppliers; and provide for proper financial planning procedures and budgeting practices. The inability of a city of the first class to provide essential services to its citizens as a result of a fiscal emergency is hereby determined to affect adversely the health, safety and welfare not only of the citizens of that municipality but also of other citizens in this Commonwealth.

*Legislative intent.*—

(1) It is the intent of the General Assembly to:

(i) provide cities of the first class with the legal tools with which such cities can eliminate budget deficits that render them unable to perform essential municipal services;

(ii) create an authority that will enable cities of the first class to access capital markets for deficit elimination and seasonal borrowings to avoid default on existing obligations and chronic cash shortages that will disrupt the delivery of municipal services;

(iii) foster sound financial planning and budgetary practices that will address the underlying problems which result in such deficits for cities of the first class, which city shall be charged with the responsibility to exercise efficient and accountable fiscal practices, such as:

- (A) increased managerial accountability;
- (B) consolidation or elimination of inefficient city programs;
- (C) recertification of tax-exempt properties;
- (D) increased collection of existing tax revenues;
- (E) privatization of appropriate city services;
- (F) sale of city assets as appropriate;
- (G) improvement of procurement practices including competitive bidding procedures; and
- (H) review of compensation and benefits of city employees; and

(iv) exercise its powers consistent with the rights of citizens to home rule and self government.

(2) The General Assembly further declares that this legislation is intended to remedy the fiscal emergency confronting cities of the first class through the implementation of sovereign powers of the Commonwealth with respect to taxation, indebtedness and matters of Statewide concern. To safeguard the rights of the citizens to the electoral process and home rule, the General Assembly intends to exercise its power in an appropriate manner with the elected officers of cities of the first class.

(3) The General Assembly further declares that this legislation is intended to authorize the imposition of a tax or taxes to provide a source of funding for an intergovernmental cooperation authority to enable it to assist cities of the first class and to incur debt of such authority for such purposes; however, the General Assembly intends that such debt shall not be a debt or liability of the Commonwealth or a city of the first class nor shall debt of the authority payable from and secured by such source of funding create a charge directly or indirectly against revenues of the Commonwealth or city of the first class.

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**Pennsylvania Intergovernmental  
Cooperation Authority**

1500 Walnut St., Suite 1600, Philadelphia, PA 19102  
Telephone 215-561-9160 Fax 215-563-2570


October, 2008

To: The Governor and the General Assembly of the Commonwealth of Pennsylvania  
The Chairperson and the Minority Chairperson of the Appropriations Committee of the  
Pennsylvania Senate  
The Chairperson and the Minority Chairperson of the Appropriations Committee of the  
Pennsylvania House of Representatives  
The Mayor, the City Council and the Controller of the City of Philadelphia  
Other Parties Concerned with the Maintenance of Financial Stability of and Achieving  
Balanced Budgets for the City of Philadelphia

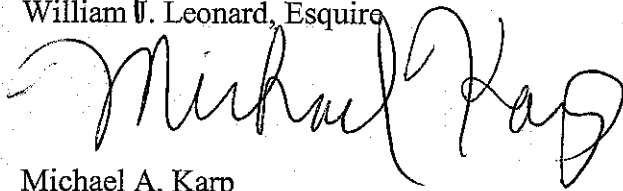
As the Pennsylvania Intergovernmental Cooperation Authority ("PICA") marks its seventeenth anniversary, we are pleased to provide you with this Annual Report for the fiscal year ended June 30, 2008 ("FY2008"). In 1991, the City of Philadelphia ("City") faced a deficit of \$137 million, and lacked a coherent fiscal planning mechanism. The City projects it will end FY2008 with a surplus of over \$119 million, and projects positive fund balances for the next five years as part of the continued success of the annual Five-Year Financial Plan required by PICA. Though the City faces challenges which are being exacerbated by the struggling national economy we remain confident in PICA's ability to help the City maintain a positive fiscal outlook.

Even after seventeen years, PICA continues to have a significant role in the ongoing City financial recovery. FY2008 activity included: (1) the approval of a Five-Year Financial Plan for Fiscal Years 2009 through 2013 which anticipates balanced budgets and tax reductions in each component year; (2) monitoring Five-Year Financial Plan compliance; (3) publication of issues papers on the key fiscal challenges facing the City; (4) continuing review and monitoring of the City's operations; (5) oversight as to utilization of remainder moneys borrowed by PICA for City capital projects, productivity enhancements and indemnity costs; and (6) service as the primary independent source of objective financial information and opinion for the benefit of the citizens of the City and the Commonwealth as well as for the media, the financial community and other outside observers.

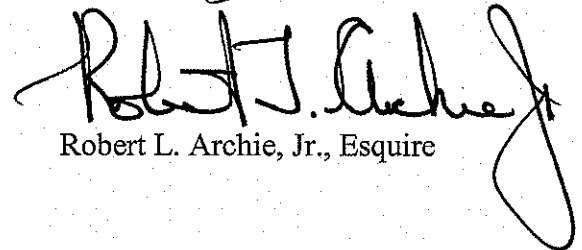
The PICA Board has been gratified by the recognition PICA regularly receives from the financial community and the media for its successful performance as the agency charged with the responsibility for oversight and monitoring of the City's finances. We would be remiss if we failed to acknowledge and express our sincere appreciation for the continuous support PICA receives from the Governor and the General Assembly, and also for the ongoing cooperation of Philadelphia's Mayor, City Council and City Controller. This support and cooperation are vital factors to PICA's continuing success and the City's ongoing financial recovery.

  
James Eisenhower, Esquire  
Chair

  
William J. Leonard, Esquire

  
Michael A. Karp

  
Varsovia Fernandez

  
Robert L. Archie, Jr., Esquire

## **PICA Annual Report Requirements**

The Pennsylvania Intergovernmental Cooperation Authority Act for Cities of First Class, Act of 1991, P.L. 9, No. 6 at §203(b)(5) requires PICA:

To make annual reports within 120 days of the close of the Authority's fiscal year commencing with the fiscal year ending June 30, 1992, to the Governor and the General Assembly describing its progress with respect to restoring the financial stability of assisted cities and achieving balanced budgets for assisted cities, such reports to be filed with the Governor, with the presiding officers of the Senate and the House of Representatives, with the Chairperson and the Minority Chairperson of the Appropriations Committee of the Senate and the Chairperson and the Minority Chairperson of the House of Representatives and with the Governing Body, Mayor and Controller of the assisted city.

§207 of the Act further provides for an annual audit to be included with the Annual Report, as follows:

Every Authority shall file an annual report with the Chairperson and the Minority Chairperson of the Appropriations Committee of the Senate and the Chairperson and the Minority Chairperson of the Appropriations Committee of the House of Representatives, which shall make provisions for the accounting of revenues and expenses. The Authority shall have its books, accounts and records audited annually in accordance with generally accepted auditing standards by an independent auditor who shall be a certified public accountant, and a copy of his audit report shall be attached to and be made a part of the Authority's annual report. A concise financial statement shall be published annually in the Pennsylvania Bulletin.

## Overview - PICA and its Role

### **PICA Act**

The Pennsylvania Intergovernmental Cooperation Authority ("PICA") was created in 1991 to assist the City of Philadelphia (the "City") in overcoming a severe financial crisis. At that time, the City was burdened with a growing cumulative operating deficit, lacked resources to pay mounting overdue bills from vendors, had been pushed below the investment grade level by national rating agencies, had instituted an across-the-board hiring freeze, was in a mode in which the quality of municipal services being provided was rapidly eroding, and verged on bankruptcy. PICA was created through the joint efforts of concerned Philadelphians and State officials who envisioned a structure which would assist the City in putting its revenue collection and spending processes in order, and at the same time reach a consensus on its future priorities, assets and limitations. The PICA Act was a compromise fashioned to meet the requirements of the Pennsylvania Constitution, the concept of local government Home Rule, and the interests of the State in the preservation of the financial integrity of its municipalities. PICA's role, a combination of cooperation, assistance and oversight was determined to be of vital importance in both a financial and political sense. PICA was designed to be a catalyst in the City's re-evaluation of the role and priorities of municipal government.

### **Cooperation Agreement**

The Intergovernmental Cooperation Agreement negotiated by and between PICA and the City and finalized in January of 1992 formalized the relationship contemplated by the PICA legislation. The powers and duties of the respective participants envisioned in the legislation were put into place with the execution of the Agreement. PICA was designed to be much more than a vehicle to raise otherwise unavailable funds for Philadelphia. It has the responsibility to evaluate and approve annually revised Five-Year Financial Plans, to monitor compliance by the City with such Plans, and the power to instruct the Commonwealth's Secretary of the Budget to withhold both substantial Commonwealth financial assistance and the net proceeds of the PICA Tax (after PICA debt service) should the City fail to comply with its duty to balance such Plan in each of its years.

### **The PICA Organization**

The Authority Board determined at the outset that PICA should not become overburdened with staff, preferring instead to impress upon the City the necessity for Philadelphia to develop and implement its own solutions to its problems. The Authority's staff, which totals five, is organized to evaluate the actions of the City and to issue appropriate reports thereon to assist those who are properly charged with administration of City affairs or development of underlying policies.

### **PICA Financial Assistance to the City**

The issuance of bonds to provide the funds directly required to assist the City to avoid insolvency and for essential capital programs was an important initial role of the Authority. That role has been successfully completed and the Authority's "new money" bond issuance powers have expired. Authority bond issuance is currently limited to refinancing existing Authority debt in order to realize net debt service savings to the City.



Through debt issuance and capital program earnings the Authority has provided in excess of \$1,191 million to directly assist the City, allocated to the following purposes:

<u>Purpose</u>	<u>Amount (thousands)</u>
Deficit Elimination/Indemnities Funding	\$ 269,000
Productivity Bank	20,000
Capital Projects	518,003
Retirement of Certain High Interest City Debt	<u>384,300</u>
TOTAL	<u>\$1,191,303</u>

### **The Five-Year Financial Plan Process**

PICA has consistently emphasized its firm belief that the City's continuing fiscal rehabilitation is dependent upon its continuing success in addressing both financial and managerial issues; that the process is less one dealing with finance than assessing the financial results of managerial decisions. Effective strategic planning and the institutionalization of change are matters which the City must continue to focus upon in order to assure that its considerable assets continue to be applied intelligently and consistently. The Plan process helps to document the City's intentions and the results of its actions.

As mandated in the PICA Act (and as further refined by the Intergovernmental Cooperation Agreement), the Plan is required to include:

- Projected revenues and expenditures of the principal operating funds of the City for five fiscal years (the current fiscal year and the next four); and
- Components to (i) eliminate any projected deficit for the current fiscal year; (ii) restore to special fund accounts money from those accounts used for purposes other than those specifically authorized; (iii) balance the current fiscal year budget and subsequent budgets in the Plan through sound budgetary practices, including, but not limited to, reductions in expenditures, improvements in productivity, increases in revenues, or a combination of such steps; (iv) provide procedures to avoid a fiscal emergency condition in the future; and (v) enhance the ability of the City to regain access to the short- and long-term credit markets.

There also are statutorily mandated standards for development of the Plan (and the manner in which it is to be evaluated by PICA):

- all projections of revenues and expenditures are to be based upon consistently applied reasonable and appropriate assumptions and methods of estimation;

- revenues are to be recognized in the accounting period in which they become both measurable and available; and
- cash flow projections are to be made based upon reasonable and appropriate assumptions as to sources and uses of cash, including factors intended to provide a complete picture of cash demands.

The PICA Act also mandates standards for the basis for estimation of City revenues:

City Sources - current or proposed tax rates, historical collection patterns, and generally recognized econometric models;

State sources - historical patterns, currently available levels, or on levels proposed in a budget by the Governor;

Federal sources - historical patterns, currently available levels, or levels proposed in a budget by the President or in a Congressional budget resolution; and

Non-tax sources - current or proposed rates, charges or fees, historical patterns and generally recognized econometric models.

Deviations from such standards for estimation of revenues and appropriations which are proposed to be used by the City are to be disclosed specifically to the Authority and approved by a "qualified majority" of the Authority (four of its five appointed members). The Authority's Board generally has required that conservative criteria be used, and the result of the PICA process has been credible budget and Plan-making.

The Plan is also required to include a schedule of projected City capital commitments (and proposed sources of funding), debt service projections for existing and anticipated City obligations, a schedule of payments for legally-mandated services projected to be due during the term of the Plan and a schedule showing the number of authorized employee positions (filled and unfilled), inclusive of estimates of wage and benefit levels for various groups of employees.

The PICA Act requires that the Authority solicit an opinion or certification from the City Controller, prepared in accordance with generally accepted auditing standards, with respect to the reasonableness of the assumptions and estimates in the Plan. The PICA Act does not, however, require that the Controller's determinations bind the Authority in its evaluation of a proposed Plan.

The PICA Act (§209) and the Cooperation Agreement (§409(b)) require submission of quarterly reports by the City concerning its compliance with the current Plan within 45 days of the end of a fiscal quarter. If a quarterly report indicates that the City is unable to project a balanced Plan and budget for its current fiscal year, the Authority may by the vote of a qualified majority declare the occurrence of a "variance", which is defined in §4.10 of the Cooperation Agreement as follows:

- (i) a net adverse change in the fund balance of a Covered Fund of more than one percent (1%) of the revenues budgeted for such Covered Fund for that

fiscal year is reasonably projected to occur, such projection to be calculated from the beginning of the fiscal year for the entire fiscal year, or  
(ii) the actual net cash flows of the City for a Covered Fund are reasonably projected to be less than ninety-five percent (95%) of the net cash flows of the City for such Covered Fund for that fiscal year originally forecast at the time of adoption of the budget, such projection to be calculated from the beginning of the fiscal year for the entire fiscal year.

As defined in §1.01 of the Cooperation Agreement, the City's "Covered Funds" are the General Fund, General Capital Fund, Grants Revenue Fund and any other principal operating funds of the City which become part of the City's Consolidated Cash Account.

### **The Effect of a "Variance"**

The statute mandates the submission of monthly reports to PICA by the City in the event of a determination by the Authority of the occurrence of a variance. That situation occurred once in PICA's history. In November of 1992, the City projected a variance of \$57 million (2.5%) for the 1993 fiscal year, and the Authority agreed with that assessment on December 9, 1992. Thereafter, until May of 1993, the City filed required monthly reports. The City was relieved of its burden to make monthly reports when the Authority approved the City's plan of correction in conjunction with its approval of the City's Five-Year Financial Plan for FY93-FY98 in May of 1993.

As provided in §210(e) of the PICA Act, legal consequences flow from a determination by the Authority of the existence of a variance. In addition to the City's additional reporting responsibilities, it also is required to develop revisions to the Plan necessary to cure the variance. The remedies which PICA has available to deal with a continuing variance are to direct the withholding of both specific Commonwealth funds due the City and that portion of the 1.50% tax levied on the wages and income of residents of the City in excess of the amounts necessary to pay debt service on PICA's bonds. Any amounts withheld would be paid over to the City after correction of the variance.

### **PICA "Threshold" Policies**

From its inception, PICA has held to the following policies in its evaluation of Philadelphia's Plans, initiatives, proposals and performance:

Emphasis on Structural Change - Consistent City failure to deal effectively with a long list of areas of government operations and service delivery contributed to the need for PICA. The City shall continually be encouraged to rethink existing policies and practices and to avoid sacrificing long-term progress for short-term gain.

Focus on Long-Term Progress - Meaningful strategic planning, institutionalization of appropriate change, focus on attaining long-term structural balance and on implementing pragmatic economic stimulus policies and procedures are matters of paramount importance and are to be emphasized in the PICA oversight process.

Infrastructure Programs - A meaningful capital program is a visible and tangible element of a City's social contract with its residents. The capital program, including proper maintenance of capital assets, is a key element to long-term fiscal stability. A consistent policy to adequately fund and staff infrastructure maintenance shall be continually encouraged.

Consistent Application of Stated Assumptions - Inconsistent application of unstated assumptions frequently caused pre-PICA City budgets to lack credibility, and made reliable assessment of prospects of attaining the results of such budgets impossible. PICA's Plan review process shall focus on assumptions utilized being both visible and consistent in their application.

Use of Credible Revenue Estimates - Realistic revenue estimates are a vital component of the City's budgeting and Plan preparation process and shall be a matter of primary concern in PICA's Annual Plan review process.

While it would be incorrect to claim that PICA threshold policies have resulted in all desired effects coming to fruition, they have contributed substantially to City procedural improvements.

### **Philadelphia City Controller**

An unforeseen benefit of the PICA Act's requirement that PICA solicit an opinion from the City Controller as to the reasonableness of Plan assumptions and estimates has been the extensive cooperative professional relationship which has developed between PICA Staff and the Controller's Office. The mutually beneficial professional relationship includes ongoing cooperation on matters of common concern; joint reviews of Plan components including appropriate joint meetings with City department heads and chief operating personnel pertinent thereto; cooperation on capital project reviews and reviews of PICA funded special purpose grants to the City; PICA assistance for Controller special situation studies; and specific Office of the Controller personnel assigned responsibility for effective ongoing liaison with PICA Staff. The assistance provided to PICA by the City Controller is sincerely appreciated. Cooperation between its "oversight" and "watchdog" entities has substantially benefited the City.

### **Providing Comment on Pending Legislation**

In accordance with its oversight duties, PICA continues to provide comments and fiscal analysis on City legislation which impacts the City's fiscal situation. Further, PICA upholds its responsibility to provide analysis on appropriate legislation before the General Assembly, in accordance with the PICA Act § 203 (c) (5), which empowers the Authority "to make recommendations to the Governor and the General Assembly regarding legislation or resolutions that affect Commonwealth aid or mandates to an assisted city or that concern an assisted city's taxing power or relate to an assisted city's fiscal stability."

### **Corporate Entities and The School District of Philadelphia**

"Corporate Entities" are defined in §1.01 of the Cooperation Agreement as "an authority or other corporate entity, now existing or hereafter created, of which one or more members of its governing board are appointed by the Mayor and which performs governmental functions for the City". The Agreement provides that the City shall cooperate with PICA in any PICA request to look into the operations of either the Corporate Entities or the School District of Philadelphia.

To date, PICA has not devoted any substantial attention to the operations of such City related institutions, but it has offered its expertise to the School Reform Commission, the CEO of the School District of Philadelphia and the Commonwealth's Secretary of the Budget, and has provided informal assistance where appropriate.

In accordance with legislation passed by the General Assembly, PICA Staff has had initial discussions with the Pennsylvania Convention Center and representatives of the Commonwealth regarding development of a Financial Plan for expansion. PICA Staff is ready to prepare an analysis of the plan and risks once it has been completed. PICA Staff also remains prepared to play any appropriate role in regard to developments at the Philadelphia Gas Works.

## **The Work of PICA - Fiscal Year 2008**

### **Approval of the FY2009-FY2013 Plan**

Review and recommendation for approval of the City's FY2009-FY2013 Five-Year Financial Plan was a major component of PICA Staff activities during FY2008. The Plan as presented to City Council in February contained a number of assumptions that needed adjustment before PICA Staff could recommend to the Board that the Plan be approved. During the course of discussions with City Council and PICA prior to completion of the submitted Plan, the City took several steps to bring the Plan into balance, and for the first time in several years took steps to create a structural balance between recurring expenditures and recurring revenues as the projected fund balance in the last four years of the Plan fluctuates only \$5 million. Another positive development was that for the first time in several years, City Council approved the entire Five-Year Plan as opposed to just approving the first year's budget.

As recommended in several previous PICA reports, the new Administration proposed several first steps in addressing the long-term fiscal challenges faced by the City, though the success of key initiatives will not be known until the end of the calendar year once labor contracts and the POB issuance are completed. Additionally, the worsening of the national economy may further delay some of these initiatives.

Although approved by the Board on the basis of the Staff's recommendation, the Plan contained two speculative items as well as seven significant risks to the continuing fiscal health of the City:

#### **Speculative Items**

1. **Casino-Related Revenues and the Absence of any Costs:** The Plan assumes that the City will begin receiving fees from casinos in FY11, but the longer that the start of construction is delayed, the less likely it is that those revenues will be received in accordance with Plan estimates. Further, the Plan does not assume that the opening of those casinos will result in any social, police or infrastructure costs to the City's general fund, beyond the payment amounts pledged by the casino operators.
2. **Skybox Payment from the Philadelphia Eagles:** Each year since FY04 the City has assumed that it will receive \$8 million in sky box rental payments from the Philadelphia Eagles. The City has asserted that the Eagles have owed those payments since they played at Veterans' Stadium, but those payments have not been made. Until an agreement has been reached with the Eagles on the timing and amount of these payments, there will continue to be a substantial risk that the City either will not receive the \$8 million that the budget includes or will receive a much smaller amount.

#### **Significant Risks**

1. **Labor Costs.** For the first time, the Plan includes a line-item for increases in wages and benefits – over \$400 million during the life of the Plan. While the identification of available funds is a positive step, it remains uncertain whether that amount will be sufficient to cover the cost of the new contracts, all of which expired at the beginning of this Plan.
2. **Pension Obligation Bonds:** The Plan assumes that the City will issue about \$3 billion worth of Pension Obligation Bonds (POBs) prior to the end of calendar year 2008. The resulting savings to the City's annual pension costs are expected to allow the General Fund to recognize a savings of \$50 million a year in each of the

last four years of the Plan. Issuing POBs of this magnitude is somewhat complex and will require the approval of City Council and others as well as appropriate market conditions. If the City is unable to issue the POBs, the Plan will be short \$200 million. Further, even though the POBs are being issued in part to address the City's most serious long-term fiscal threat, failure to realign pension fund contributions with pension benefits will ultimately leave the City's pension fund in a precarious state.

3. **Weak National Economy:** While the City has generally avoided significant losses in its revenue streams, ongoing uncertainty in the national economy poses significant risks to the Plan. Real Estate Transfer tax revenues were down about 15 percent for the current year (which is reflected in the Plan) but other revenues have remained stable or even grown slightly. If continuing increases in food and fuel costs, as well as uncertainty in the housing market continue to erode consumer spending and business activity, City revenues are likely to fall in the next few years.
4. **The School District of Philadelphia:** In April, the School District announced that it was facing a \$39 million FY08 deficit unless additional corrective actions were taken. While the City did not include any additional funds in its Plan and the School District did not include any additional funds from the City in its budget, operating deficits remain a concern. Additional funds from the State mitigate this risk.
5. **Prison Costs:** Though the Administration is focusing on addressing the various Prisons concerns that PICA has continually brought in the forefront, the Plan seems to include overly optimistic cost figures. While the Plan projects a 3 percent increase in the average daily inmate census to 9,371 in FY09, the introduction of the Crime Fighting Plan has seen admission numbers skyrocket. Additionally, the census grew by over five percent in FY07 and has not grown by less than 3.5 percent in any of the last three years. While the Plan does project a 5 percent increase in contracts costs each year, PICA Staff remains concerned that this projection may be too low given recent history.
6. **Philadelphia Gas Works (PGW):** While the rate increase granted by the Public Utility Commission last year will enable PGW to repay the \$45 million loan from the City, it was insufficient to allow the utility to emerge from its overall precarious fiscal status. Unless the utility is able to gain additional rate relief, or find other means to generate revenues, PGW's large debt load and narrow operating margins leave it susceptible to fiscal distress, particularly in light of the national economic downturn.
7. **Costs Related to the New 3-1-1 System:** One of the new Administration's main focuses has been to significantly improve operations, achieve government efficiency and lead a result-driven, customer-service oriented operation. In order to bring all these steps together, the Managing Director's office has implemented PhillyStat and is already setting up to bring a 3-1-1 system in Philadelphia. While 3-1-1 is a critical tool needed to achieve a high performing government and improve customer service, PICA staff is concerned that the upfront costs needed to set-up the 3-1-1 system are not reflected in the Five Year Plan. Currently there is \$1.5 million in FY09 for contract costs geared towards putting together this structure; however, other cities have reported spending between \$6 and \$10 million in upfront costs.

The Staff Report on the City of Philadelphia's Five-Year Financial Plan for Fiscal Year 2009-Fiscal Year 2013, dated June 17, 2008, is available by contacting PICA at 215-561-9160 or at our website [www.picapa.org](http://www.picapa.org).

### **City Capital Program**

Oversight of the capital program continued to be a key element of PICA's work in FY2008. PICA Staff has continually noted the need for the City's capital program to be guided by an overall strategic plan. PICA Staff continues to monitor the relationship of the capital program to other Citywide programs.

In FY2006 a PICA Issues Paper focused on the ongoing underfunding of the City's investment in its core infrastructure. While the City's own Planning Commission recommends that \$185 million be invested annually to properly maintain its infrastructure, the City's Capital Program assumes no more than \$55.2 million in any of the next six years. After a series of PICA Staff meetings with City officials, it became clear that the City did not have adequate information regarding what critical repairs were not being done and what level of investment would be needed to merely ensure that City facilities were safe and operational, and that the only way that both PICA and City officials could get a better understanding of the urgency of the City's capital needs was for PICA to commission a study.

On November 1, 2006, PICA issued a request for proposals for firms to assess the physical condition of various City facilities in order to provide a working tool that will allow City officials to prioritize and allocate capital funding. The assessment team led by CDA&I was able to maintain the agreed upon schedule and provide the necessary tools for the City's capital assessment and maintenance needs. The project was completed and the final report released on October 31, 2007.

The report covered prison facilities, police stations, fire stations, health department facilities and the interior of historic City Hall. The report found that for the facilities assessed, the City should be investing \$143 million in capital dollars through fiscal year 2012. Instead, the City has programmed \$91 million. Of the needs identified in the report, only \$12.9 million were identified as being critical capital repairs, well below the \$73 million budgeted for FY08. In addition to the report, PICA provided the City with a database of all of the findings to help the City better manage its maintenance and repairs at these facilities.

PICA Staff notes that the City has yet to complete all of the projects originally approved at the time of the various bond issuances. PICA Staff will continue to press the City to complete these projects.

### **The Tax Base and the Local Economy**

The City's high tax burden for individuals and businesses remains a major obstacle to economic development. The continuing tax cuts proposed in the FY2009-FY2013 Plan are a positive step toward addressing this problem, and the addition of cuts to the Net Profits portion of the Business Privilege Tax is significant. Additionally, the submission of gaming funds from the State aimed at further lowering the Wage Tax, brought the resident wage tax rate below 4% for the first time in decades. However, even with the implementation of the tax reductions, tax differentials will remain between the City and competing locations in the suburbs and elsewhere. While State and Federal policies drive some of the tax differential, the City government can still do much to promote a more



competitive tax structure. The City can further increase productivity, cut costs, improve tax enforcement and make appropriate changes in the levels and mix of City services provided, consistent with a strategic plan.

### **Fiscal Update and Long-Term Fiscal Issues Reports**

During FY2008, PICA Staff issued periodic reports when the City released a Quarterly Managers Report as well as an analysis of the finalized Fund Balance when it was released in early November. PICA Staff also issued one Issues Paper on long-term fiscal challenges facing the City:

1. Balancing a Budget on About \$10 Million A Day: The Fiscal Situation Facing the New Mayor. An analysis of the enormous short-term and long-term financial issues that faced Mayor Nutter upon taking office.

Copies of all PICA reports are available by contacting PICA at 215-561-9160 or at our website [www.picapa.org](http://www.picapa.org).

### **Citizens Guide to the Budget**

During FY2008, PICA Staff continued to do periodic updates and added new analyses to "A Citizen's Guide to the Budget" found on its website. The Citizen's Guide to the Budget is designed to help better inform the public about the City of Philadelphia's Budget. The information in the Guide uses the most recently approved five-year plan and is updated as the City updates its projections in its Quarterly Manager's Reports. The Guide also contains links to additional information, including historical trends, more in-depth data, and relevant PICA reports. The Guide may be found at our website [www.picapa.org](http://www.picapa.org).

## **Goals for PICA - Fiscal Year 2009**

### **Ongoing Goals**

During the next fiscal year, PICA Staff will continue to:

- Work with the City to help it address the fiscal pressures being felt by the downturn in the national economy. PICA will assist the City in identifying the extent of balancing steps the City will need to take in order to maintain spending levels consistent with falling revenues.
- Encourage the City, when economic conditions allow, to address long-term issues such as the City's dangerously high debt burden, the pension fund's growing cost and increasing unfunded liability, Philadelphia's uncompetitive tax structure, the persistent underinvestment in the City's infrastructure and the need for a Rainy Day Fund.
- Continue to review and analyze the City's proposed fixes to the underfunded Pension Fund and track the City's efforts to better align pension contribution levels with pension benefit levels.
- Undertake efforts to examine City departments and agencies structures and processes in order to make recommendations to the City on ways to improve efficiencies, service delivery, and achieve savings.
- Promote the further development and use of departmental performance measures that contribute to a better understanding of and capacity to manage departmental activities.
- Continue to evaluate the fiscal challenges of the Philadelphia Gas Works and determine ways to improve PGW's fiscal stability.
- Oversee PICA-funded City capital projects, stressing essential improvements to the City's capital project management and the benefits derivable from coordinated strategic and capital planning.
- Encourage identification of additional City capital funds available for reprogramming and utilize these funds for projects meeting PICA's statutory criteria.
- Provide technical assistance to help inform the ongoing debate about reforming Philadelphia's tax and regulatory structures.

### **Plan Review and Approvals**

PICA Staff looks forward to the FY2009 review of the City's Five-Year Financial Plan, Fiscal Year 2010-Fiscal Year 2014 (including Fiscal Year 2009) with the input of the professional staff of the City Controller. The Plan will need to produce reasonable revenue and expenditure projections and reasonable prospects for continued General Fund balance while addressing the long-term issues facing the City.

### **Achieving Balanced Annual Budgets**

Although this goal is a challenge given the current economic conditions, PICA will continue to push the City toward annual balanced budgets. The FY2009-FY2013 Plan did make strides toward this goal, with projected annual surpluses in three of the five years. The City needs balanced annual Operating Fund budgets to achieve true fiscal stability.

### **Providing Reliable Information to Inform Policy Debates in the City**

PICA Staff will continue to provide reliable and unbiased data and analysis to help inform the public policy debates which are sure to arise during the coming Fiscal Year. Through Issue Papers, periodic Staff Reports, public testimony, and briefings for the executive and legislative branches of the City and the Commonwealth, PICA will spur discussion about the issues which challenge the City's ongoing fiscal stability.

### **The School District of Philadelphia**

The possibility of PICA being of substantial assistance to both the Commonwealth of Pennsylvania and the City of Philadelphia in the matter of School District financial oversight was originally proposed by the Courts, has twice been a matter of legislative discussions, and has been endorsed by the Mayor and several members of City Council. PICA's budget includes reserve funding for such an analysis.

### **Improving Philadelphia's Tax Structure**

PICA will continue to publish papers, provide testimony, and provide technical assistance regarding the ongoing efforts to make Philadelphia's tax structure more efficient and effective while maintaining the integrity of the City's Five-Year budget planning process.

### **Overall Goal**

PICA's overall goal continues to be assisting the City to become more proactive in serving its citizens; to define its service delivery philosophy; and then to consistently deliver such services within the constraints of available resources. No less will be acceptable.

## **Future City Reporting to PICA**

### **Regular Reporting Required**

The reporting system established in the Cooperation Agreement and in the PICA Act requires a regular flow of data from the City to PICA. This system is the fundamental device used by PICA Staff in its ongoing evaluation of City progress in its fiscal rehabilitation. PICA Staff anticipates working closely with the Administration to ensure that there is no lapse in the flow of information PICA requires to fulfill its mission.

### **Data to be Received by PICA Includes:**

**Revised Plan.** The PICA Act and the Cooperation Agreement contemplate the continuous existence of a Plan encompassing the current fiscal year and the four fiscal years thereafter, and require that a new year be added to the then-existing Plan not later than 100 days prior to the end of each fiscal year. The City's Five-Year Financial Plan, Fiscal Year 2010-Fiscal Year 2014 (including Fiscal Year 2009) is thus anticipated to be received by PICA by March 20, 2009.

**Quarterly Plan Reports.** Under the Cooperation Agreement (§409(b)), the Authority receives reports from the City on a quarterly basis (within 45 days after the end of each fiscal quarter) concerning the status of compliance with the Plan and associated achievement of initiatives. The Cooperation Agreement (§409(e)) also requires that the City provide reports to PICA concerning Supplemental Funds (i.e., the Water and Aviation Funds) on a quarterly basis.

**Grants Revenue Fund Contingency Account Report.** The Cooperation Agreement provides that a report on the Grants Revenue Fund Contingency Account, by department, be prepared and submitted not later than 20 days after the close of each fiscal quarter. This report details the receipt and use of Federal and Commonwealth Funds by the City. A separate report details the eligibility for fund withholding by the Commonwealth (at PICA's direction) in the event the City cannot propose credible measures to balance a Plan which has been declared at "variance" by PICA.

**Prospective Debt Service Requirements Report.** The Cooperation Agreement requires submission of a report detailing prospective debt service payments by the City, as well as lease payments, 60 days prior to the beginning of a fiscal quarter, and upon each issuance of bonds or notes or execution of a lease.

### Time Table of FY2008 Reporting Requirements

<b>Due Date</b>	<b>Description</b>
October 22, 2008	Receipt of 1st Quarter FY2009 Grants Revenue Fund Contingency Account Report
November 3, 2008	Receipt of 3rd Quarter FY2009 Prospective Debt Service Requirements Report
November 17, 2008	Receipt of 1st Quarter FY2009 Plan Report, Supplemental Funds Report and report concerning Commonwealth funds which may be withheld
January 21, 2009	Receipt of 2nd Quarter FY2009 Grants Revenue Fund Contingency Account Report
January 30, 2009	Receipt of 4th Quarter FY2009 Prospective Debt Service Requirements Report
February 16, 2009	Receipt of 2nd Quarter FY2009 Plan Report, Supplemental Funds Report and report concerning Commonwealth funds which may be withheld
March 20, 2009	Submission of proposed revision to Plan and addition of FY2014
April 20, 2009	Receipt of 3rd Quarter FY2009 Grants Revenue Fund Contingency Account Report
May 1, 2009	Receipt of 1st Quarter FY2010 Prospective Debt Service Requirements Report
May 15, 2009	Receipt of 3rd Quarter FY2009 Plan Report, Supplemental Funds Report and report concerning Commonwealth funds which may be withheld
July 20, 2009	Receipt of 4th Quarter FY2009 Grants Revenue Fund Contingency Account Report
August 3, 2009	Receipt of 2nd Quarter FY2010 Prospective Debt Service Requirements Report
August 17, 2009	Receipt of 4th Quarter FY2009 Plan Report, Supplemental Funds Report and report concerning Commonwealth funds which may be withheld

**Appendix A:**  
**Financial Statements**  
**and**  
**Report of Independent Auditors**

**PENNSYLVANIA INTERGOVERNMENTAL  
COOPERATION AUTHORITY**

**JUNE 30, 2008**

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## **Management Discussion of Financial Operations**

The Board of the Pennsylvania Intergovernmental Cooperation Authority (the "Authority" or "PICA") offers the following narrative overview and analysis of the financial activities of the Authority for the fiscal year ended June 30, 2008.

### **Financial Highlights**

- The total net assets (deficit) of the Authority at the close of the fiscal year were (\$438,666,841) representing a decrease in net deficit of \$46,900,627 over the prior year.
- At the close of the current fiscal year, the Authority's General Fund unreserved balance increased by over \$494,000 to \$7,470,168 from the prior fiscal year. All Administration costs during fiscal year 2008 were funded from the Authority's earnings on its General Fund and on its Debt Service Reserve Fund.
- The Authority's outstanding long-term debt decreased by \$50,440,000 during the current fiscal year.

### **Overview of the Financial Statements**

This discussion and analysis is intended to serve as an introduction to the Authority's basic financial statements. The Authority's basic financial statements comprise three components: 1) government-wide financial statements, and 2) governmental funds financial statements and 3) notes to the financial statements. This report also contains other supplementary information in addition to the basic financial statements themselves.

**Government-wide financial statements.** The government-wide financial statements are designed to provide readers with a broad overview of the Authority's finances, in a manner similar to a private-sector business.

The statement of net assets presents information on all of the Authority's assets and liabilities, with the difference between the two reported as net assets (deficit). Over time, increases or decreases in net assets may serve as a useful indicator of whether the financial position of the Authority is improving or deteriorating.

The statement of activities presents information showing how the Authority's net assets (deficit) changed during the fiscal year ended June 30, 2008. All changes in net assets are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods (e.g., uncollected taxes).

The government-wide financial statements can be found on pages 3-4 of this report.

**Fund financial statements.** A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The Authority uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental funds are used to account for all of the functions that are reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on near-term inflows and outflows of spendable resources, as well as on balances of spendable resources available at the

end of the fiscal year. Such information may be useful in evaluating near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the Authority's near-term financing decisions. Both the governmental fund balance sheet and the governmental fund statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate this comparison between governmental funds and governmental activities.

The Authority maintains eleven individual governmental funds. Information is presented separately in the governmental fund balance sheet and in the governmental fund statement of revenues, expenditures, and changes in fund balances.

The basic governmental fund financial statements can be found on pages 5-6 of this report.

**Notes to the financial statements.** The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found on pages 7-25 of this report.

### **Government-wide Financial Analysis**

As noted earlier, net assets may serve over time as a useful indicator of a government's financial position. In the case of the Authority, liabilities exceeded assets by \$438,666,841 at the close of fiscal year 2008.

By far the largest portion of the Authority's net deficit reflects its bonds payable. Proceeds from the PICA Tax as well as the corresponding interest earned are in part utilized to fund such debt service requirements. The Authority's bonds payable activity for the year ended June 30, 2008 is summarized as follows:

	Amount (in thousands)
Outstanding Debt at July 1, 2007	\$622,535
Debt Retired	<u>(50,440)</u>
Outstanding Debt at June 30, 2008	<u>\$572,095</u>

The Authority's cash, cash equivalents and short-term investments make up the largest portion of the total assets. Such assets are derived from the proceeds of bond issuances of years past and the related investment income. These assets are used to provide grants to the City of Philadelphia for various capital projects and to fund the required debt service reserve. During fiscal year 2008, the Authority granted approximately \$264 million to the City of Philadelphia.

Governmental activities decreased the Authority's net deficit by \$46,900,627, thereby accounting for the total decrease in net deficit during fiscal year 2008. Net deficit reduction was due primarily to the retirement of long-term debt as well as better than budgeted operating fund results during fiscal year 2008.

## Governmental Funds Financial Analysis

As of the end of the current fiscal year, the Authority's governmental funds reported combined ending fund balances of approximately \$140.2 million, a decrease of approximately \$5.3 million in comparison with the prior year. Approximately 56 percent of this total amount (\$78.9 million) constitutes fund balances reserved for debt service. Approximately 23 percent of the total (\$31.8 million) constitutes fund balances that are reserved for the benefit of the City of Philadelphia. The remainder of the reserved fund balances is reserved primarily for the administration of the Authority. Approximately, \$20.4 million is designated for future swaption activity relating to various derivative transactions. Approximately \$7.4 million constitutes unreserved fund balance, which is available for spending at the Authority's discretion.

**General Fund.** All fiscal year 2008 administration expenses of the Authority were funded from the Authority's earnings on its General Fund and on its Debt Service Reserve Fund (established from proceeds of the Authority's bond issues) and residual balances of similar earnings from prior fiscal years. No City of Philadelphia or Commonwealth of Pennsylvania tax revenues were used to pay any portion of the Authority's administrative costs in fiscal year 2008, nor are any expected to be used in fiscal year 2009 for such purpose.

The PICA Act allows the Authority several sources of income to support its operations. The statute specifically provides that the Authority may draw earnings from the various funds and accounts created pursuant to its Trust Indenture, and also directly from the proceeds of PICA Taxes to the extent investment income is insufficient. The latter allowable revenue source has never been utilized by the Authority.

The PICA Act requires that the Authority adopt an annual budget (for the fiscal year commencing July 1) before March 1 of each year and also stipulates the format thereof, and information to be provided therewith to the Governor and General Assembly of the Commonwealth of Pennsylvania. The Authority's annual General Fund budgets, since its inception, have all produced surpluses.

Details as to anticipated and actual fund balances as of June 30, 2008 and as to the fiscal year 2009 budget are as follows:

### Anticipated Residual Fund Balance:

Unreserved Fund Balance at June 30, 2007	\$6,976,167
Excess Revenues over Expenditures	<u>0</u>
Anticipated Unreserved Fund Balance at June 30, 2008	<u>\$6,976,167</u>

### Fund Balance at June 30, 2008 (Anticipated/Actual):

Anticipated Unreserved Fund Balance at June 30, 2008	\$6,976,167
Add: Net FY08 "Better than Budget" Operating Results	<u>494,001</u>
Actual Unreserved Fund Balance at June 30, 2008	<u>\$7,470,168</u>

### General Fund Budget for FY09:

Revenues - General Fund Interest Earnings	\$ 150,000
Other Financing Sources - Transfer from Bond Issue Investment Earnings ("Reserved for subsequent Authority Administration" in the Debt Service Reserve Fund at June 30, 2008)	<u>1,565,500</u>
Total Estimated Expenditures	<u>\$1,715,500</u>

The Authority's fiscal year 2009 budget recognizes the possibility that the Authority may be requested to become involved in oversight matters as directed by the Pennsylvania General Assembly; and provides funding to study and/or implement such a role. Excluding a one-time allocation of funding from previous operating fund surpluses in the FY2008 budget, the fiscal year 2009 budget reflects a decrease of slightly less than 1 percent from the fiscal year 2008 budget.

The philosophy underlying the Authority's general fund operations remains that the Authority should maintain a personnel and expenditure level sufficient to permit it to respond to the demands placed upon it, but not so large as to present an opportunity either for the City of Philadelphia to use the Authority's resources to bypass the re-creation of its own management systems or to establish a permanent Authority structure that would develop its own reason for continued existence.

**Special Revenue Fund.** The Authority's Special Revenue Fund receives PICA taxes, interest earnings on such collections, and net interest earnings on bond issue funds other than Capital Projects Funds (the earnings on Capital Projects Funds are restricted to use for grants to the City of Philadelphia for PICA approved capital projects). The Special Revenue Fund receipts are utilized to provide, monthly, from the first available funds in that month, one-sixth of the next semi-annual interest requirement on PICA bonds outstanding and one-twelfth of the next annual principal requirement on PICA bonds outstanding, in a manner calculated to provide the total required semi-annual interest and the total required annual principal at the close of the month prior to such required date. After provision of monthly debt service requirements, the residual balances in PICA's Special Revenue Fund are paid to City of Philadelphia as grants to the City's General Fund.

PICA grants to the City of Philadelphia's General Fund during fiscal year 2008 exceeded the equation (PICA taxes minus provision for PICA Debt Service equals PICA grants to the City) by more than \$8.6 million.

**Debt Service Funds.** The Debt Service Funds account for the accumulation of financial resources for the payment of principal and interest on PICA's long-term debt.

**Debt Service Reserve Fund.** This fund is used to hold assets for debt service reserve purposes as required by the Trust Indenture. Current year investment earnings were transferred to pay current year debt service requirements and to aid in paying for the General Fund's administration expenditures.

**Rebate Fund.** This fund is maintained in order to fund future potential rebates and/or debt service requirements. The only activity that occurred during the current fiscal year was the increase from investment earnings.

At June 30, 2008, the Fund Balances held in the combined Debt Service Funds, by individual fund groups, consisted of:

Debt Service Fund -- Current assets held for interest due 12/15/08 and principal due 6/15/09	\$ 5,227,947
Debt Service Reserve Fund -- Current assets held for debt service reserve purposes as required by the Trust Indenture	77,988,058
Rebate Fund -- Current assets held for future potential rebate/debt service purposes	<u>1,975,041</u>

Amount Reserved for Debt Service	\$85,191,046
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Debt Service Reserve Fund -- Current assets held for subsequent PICA administration purposes (Debt Service Reserve Fund earnings held for PICA FY09 operations -- per adopted budget)	<u>1,565,500</u>
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Fund Balances at June 30, 2008- Combined Debt Service Funds	<u>\$83,625,546</u>
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**Expendable Trust/ Capital Projects Funds.** Expendable trust funds include amounts held separately, by bond issue from which such funds were provided, for purposes of grants to the City of Philadelphia for specific PICA approved capital projects. The PICA Act restricts the City of Philadelphia's use of PICA provided capital projects dollars to specific "emergency" and "productivity" projects approved by the PICA Board and, where necessary, by specified Commonwealth of Pennsylvania elected officials.

The Authority, in connection with its three new-money bond issues, approved specific City capital projects totaling approximately \$426 million, while providing bond issue funds of approximately \$400.8 million for such projects. The difference, \$25.2 million, as anticipated, has been raised from investment earnings of funds dedicated to capital projects. At June 30, 2008, sufficient PICA controlled capital projects funds were available to complete all of the initially approved PICA projects, to complete \$16.3 million of additional projects subsequently approved by the PICA Board, and an additional \$31 million of yet to be designated projects. Capital project funds held for PICA capital project grants to the City of Philadelphia totaled approximately \$31.8 million at June 30, 2008.

**Additional information.** In accordance with IRS regulations, certain funds already granted to the City of Philadelphia by PICA continue to be classified as PICA Arbitrage Reportable Funds until the City of Philadelphia expends such funds for the purpose for which they were provided. Accordingly, and also for oversight purposes, PICA tracks the uses/balances of such grant funds and interest earnings thereon as yet unexpended by the City of Philadelphia. As of June 30, 2008, such PICA provided funds as yet unexpended by the City of Philadelphia included:

	Amount (in thousands)
'92 Capital Projects Encumbered Funds	\$2,216
'93 Capital Projects Encumbered Funds	\$5,755
'94 Capital Projects Encumbered Funds	\$5,706

Report of Independent Certified Public Accountants

To the Board  
Pennsylvania Intergovernmental Cooperation Authority

We have audited the accompanying financial statements of the governmental activities and each major fund of the Pennsylvania Intergovernmental Cooperation Authority (the "Authority") as of and for the year ended June 30, 2008, which collectively comprise the Authority's basic financial statements as listed in the foregoing table of contents. These financial statements are the responsibility of the Authority's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Pennsylvania Intergovernmental Cooperation Authority as of June 30, 2008, and the respective changes in financial position thereof for the year ended, in conformity with accounting principles generally accepted in the United States of America.

The accompanying Management's Discussion and Analysis preceding this report on pages i to v is not a required part of the financial statements, but is supplementary information required by the Governmental Accounting Standards Board. We have applied certain limited procedures, which consist principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit such information and, therefore, express no opinion on it.

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Authority's basic financial statements. The supplemental schedules listed in the foregoing table of contents are presented for purposes of additional analysis and are not a required part of the basic financial statements. These supplemental schedules are the responsibility of the Authority's management. Such supplemental schedules have been subjected to the auditing procedures applied in our audit of the basic financial statements and, in our opinion, are fairly stated in all material respects when considered in relation to the basic financial statements taken as a whole.

*Adams & Company, LLC*

November 6, 2008

**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**  
**STATEMENT OF NET ASSETS**  
**JUNE 30, 2008**

**ASSETS**

	<b>Governmental Activities</b>
<b>CURRENT ASSETS</b>	
Cash, cash equivalents and short-term investments	\$147,659,791
PICA taxes receivable	8,183,893
Accrued interest receivable	185,800
Total current assets	156,029,484
<b>OTHER ASSETS</b>	10,948,309
<b>TOTAL</b>	<b>\$166,977,793</b>

**LIABILITIES AND NET ASSETS (DEFICIT)**

<b>CURRENT LIABILITIES</b>	
Accounts payable and accrued expenses	\$ 186,375
Due to the City of Philadelphia	9,526,980
Deferred revenue	23,836,279
Bonds payable—current portion	42,415,000
Total current liabilities	75,964,634
<b>BONDS PAYABLE—Long-term portion</b>	<b>529,680,000</b>
Total liabilities	605,644,634
<b>NET ASSETS (DEFICIT):</b>	
Restricted for debt service	78,936,471
Restricted for benefit of the City of Philadelphia	31,751,882
Restricted for subsequent PICA administration	1,565,500
Unrestricted deficit	(550,920,694)
Total net assets (deficit)	(438,666,841)
<b>TOTAL</b>	<b>\$166,977,793</b>

The accompanying notes are an integral part of this statement.



**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**  
**STATEMENT OF ACTIVITIES**  
**JUNE 30, 2008**

	<u>Governmental Activities</u>
<b>EXPENSES</b>	
Grants to the City of Philadelphia	\$264,191,114
General management and support— general operations	1,266,171
Interest expense on long term debt	35,981,613
Investment expenses	507,776
Amortization on bond costs	26,540
Write-off of bond issuance costs	<u>2,780,780</u>
Total program expenses	<u>304,753,994</u>
 <b>PROGRAM REVENUES</b>	
Premium amortization	1,615,282
Investment income - net	<u>7,202,098</u>
Program revenues	<u>8,817,380</u>
Net program expenses	<u>295,936,614</u>
 <b>GENERAL REVENUES</b>	
PICA taxes	341,971,598
Other	330,228
Interest	<u>535,415</u>
Total general revenues	<u>342,837,241</u>
 <b>DECREASE IN NET DEFICIT</b>	46,900,627
 <b>NET ASSETS (DEFICIT)—Beginning of year</b>	<u>(485,567,468)</u>
 <b>NET ASSETS (DEFICIT)—End of year</b>	<u><u>(\$438,666,841)</u></u>

The accompanying notes are an integral part of this statement.

PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY  
BALANCE SHEET-GOVERNMENTAL FUNDS  
JUNE 30, 2008

ASSETS	General	PICA Tax Revenue	Debt Service Funds			2003	Rebate Fund	Expendable Trust Funds		Total Governmental Funds
			2008	2006	1999			1992	1993	
CURRENT ASSETS:										
Cash, cash equivalents and short-term investments	\$35,278,392	\$	\$1,037,118	\$35,169	\$4,078,379	\$56,673	\$1,972,264	\$12,657,720	\$2,491,007	\$16,588,509
PICA Taxes receivable	47,921	8,183,893	1,378	50	38,880	56	2,777	17,781	3,508	23,357
Accrued interest receivable		26,355								
Interfund receivable		1,316,732								
Total current assets	35,326,313	9,526,980	1,038,496	35,219	4,117,259	36,729	1,975,041	12,645,501	2,494,515	16,611,866
OTHER ASSETS	7,984,629									
TOTAL	\$43,310,942	\$9,526,980	\$1,038,496	\$35,219	\$4,117,259	\$36,729	\$1,975,041	\$12,645,501	\$2,494,515	\$16,611,866
LIABILITIES AND FUND EQUITY										
CURRENT LIABILITIES:										
Accounts payable	\$86,981	\$	\$72,343	\$	\$	\$	\$	\$	\$	\$
Accrued payroll and taxes	27,055	9,526,980								
Deferred revenue of Philadelphia	9,700,000									
Interfund payable	5,600,000									
Total current liabilities	15,414,036	9,526,980	72,343							
FUND EQUITY:										
Fund balances:										
Unreserved	7,436,013		966,153	35,219	4,117,259	36,729	1,975,041	12,645,501	2,494,515	16,611,866
Reserved for debt service of Philadelphia		244								
Reserved for benefit of the City of Philadelphia										
Reserved for subsequent PICA administration										
Designated for future swap/option activity	20,460,893									
Total fund equity	27,896,906		966,153	35,219	4,117,259	36,729	1,975,041	12,645,501	2,494,515	16,611,866
TOTAL	\$43,310,942	\$9,526,980	\$1,038,496	\$35,219	\$4,117,259	\$36,729	\$1,975,041	\$12,645,501	\$2,494,515	\$16,611,866

Amounts reported for governmental activities in the statement of net assets are different due to:

Long-term liabilities are not due and payable in the current period and therefore are not reported in the funds

Swap premium is deferred and amortized over the life of the new debt in the statement of net assets

Forward delivery agreement premium is amortized over the life of the agreement in the statement of net assets

Bond issuance costs are accrued and amortized in the statement of net assets

Net assets of governmental activities

(\$72,095,000)  
(12,864,850)  
3,178,570  
2,993,680  
(\$438,666,841)

**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**  
**STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE - GOVERNMENTAL FUNDS**  
**YEAR ENDED JUNE 30, 2008**

	General	PICA Tax Revenue	1996	2008	2006	2007	2008	2009	2003	Debt Service Reserve Fund	Rebate Fund	Expendable Trust Funds Capital Projects Fund	1992	1993	1994	Total Governmental Funds
<b>REVENUES:</b>																
PICA Taxes	\$ -	\$ 341,971,598	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 341,971,598
Investment income - net	1,139,737	535,415	7	1,530	60,613	727,388	85,331	85,331	85,331	4,126,795	58,482	375,708	82,010	544,477	544,477	\$ 7,737,515
Other	-	330,228	-	-	-	-	-	-	-	-	-	-	-	-	-	\$ 330,228
<b>Total revenues</b>	<b>1,139,737</b>	<b>342,837,241</b>	<b>7</b>	<b>1,530</b>	<b>60,613</b>	<b>727,388</b>	<b>85,331</b>	<b>85,331</b>	<b>85,331</b>	<b>4,126,795</b>	<b>58,482</b>	<b>375,708</b>	<b>82,010</b>	<b>544,477</b>	<b>544,477</b>	<b>350,039,339</b>
<b>EXPENDITURES:</b>																
Grants to the City of Philadelphia	-	261,242,355	-	-	4,675,000	37,420,000	8,345,000	8,345,000	8,345,000	-	-	-	130,000	315,000	2,503,759	264,191,114
Debt service:	-	-	-	-	5,785,387	20,146,697	9,735,089	9,735,089	9,735,089	-	-	-	-	-	-	50,440,000
Principal	-	-	-	313,640	-	-	-	-	-	-	-	-	-	-	-	35,981,615
Interest	-	-	-	2,990,221	-	-	-	-	-	-	-	-	-	-	-	2,990,221
Bond issuance	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Administration:	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Investment expenses	150	6,840	-	92,164	171,870	-	236,792	-	-	-	-	-	-	-	-	507,776
Operations	1,266,175	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1,266,175
<b>Total expenditures</b>	<b>1,266,325</b>	<b>261,249,195</b>	<b>-</b>	<b>3,396,025</b>	<b>10,632,457</b>	<b>57,566,697</b>	<b>18,317,441</b>	<b>18,317,441</b>	<b>18,317,441</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>130,000</b>	<b>315,000</b>	<b>2,503,759</b>	<b>353,176,859</b>
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	<b>(126,588)</b>	<b>81,588,046</b>	<b>7</b>	<b>(3,394,495)</b>	<b>(10,571,844)</b>	<b>(56,839,309)</b>	<b>(18,232,110)</b>	<b>(18,232,110)</b>	<b>(18,232,110)</b>	<b>4,126,795</b>	<b>58,482</b>	<b>245,708</b>	<b>(235,990)</b>	<b>(1,959,282)</b>	<b>(1,959,282)</b>	<b>(5,337,560)</b>
<b>OTHER FINANCING SOURCES (USES) -</b>																
Net operating transfers in (out)	1,487,194	(81,588,046)	(7)	4,360,648	9,140,213	56,053,211	18,731,679	18,731,679	18,731,679	(8,184,892)	-	-	-	-	-	-
<b>SOURCES OVER (UNDER) EXPENDITURES AND OTHER USES</b>	<b>1,360,626</b>	<b>-</b>	<b>-</b>	<b>966,153</b>	<b>(1,431,631)</b>	<b>(786,098)</b>	<b>499,569</b>	<b>499,569</b>	<b>499,569</b>	<b>(4,058,097)</b>	<b>58,482</b>	<b>245,708</b>	<b>(235,990)</b>	<b>(1,959,282)</b>	<b>(1,959,282)</b>	<b>(5,337,560)</b>
<b>FUND BALANCES, JULY 1, 2007</b>	<b>26,536,280</b>	<b>-</b>	<b>244</b>	<b>-</b>	<b>1,468,850</b>	<b>4,993,357</b>	<b>(462,840)</b>	<b>(462,840)</b>	<b>(462,840)</b>	<b>77,429,425</b>	<b>1,916,559</b>	<b>12,599,793</b>	<b>2,727,505</b>	<b>18,571,448</b>	<b>18,571,448</b>	<b>145,488,319</b>
<b>FUND BALANCES, JUNE 30, 2008</b>	<b>\$27,896,906</b>	<b>\$ -</b>	<b>\$244</b>	<b>\$966,153</b>	<b>\$35,219</b>	<b>\$4,117,259</b>	<b>\$56,739</b>	<b>\$56,739</b>	<b>\$56,739</b>	<b>\$73,371,326</b>	<b>\$1,975,041</b>	<b>\$12,645,501</b>	<b>\$2,494,515</b>	<b>\$16,611,866</b>	<b>\$16,611,866</b>	<b>\$140,150,759</b>

**Reconciliation of change in fund balance to change in net assets:**

Change in fund balance	(5,337,560)
Repayment of bond principal is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the statement of net assets	50,440,000
Swap and forward delivery agreement premiums are deferred and amortized over the life of the new debt on the statement of net assets	1,615,286
Bond issuance costs written off on statement of assets	(2,780,780)
Bond issuance costs paid and capitalized on statement of assets	2,990,221
Bond issuance costs are accrued and amortized on the statement of net assets	(26,540)
Change in net assets	\$ 46,900,627

# PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY

## NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2008

### (1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ORGANIZATION

#### Organization

The Pennsylvania Intergovernmental Cooperation Authority (the "Authority"), a body corporate and politic, was organized on June 5, 1991 and exists under and by virtue of the Pennsylvania Intergovernmental Cooperation Authority Act for Cities of the First Class (P.L. 9, No. 6) (the "Act"). Pursuant to the Act, the Authority was established to provide financial assistance to cities of the first class. The City of Philadelphia (the "City") currently is the only city of the first class in the Commonwealth of Pennsylvania (the "Commonwealth"). Under the Act, the Authority is administered by a governing Board consisting of five voting members and two ex-officio nonvoting members. The ex-officio members are presently the Director of Finance of the City and the Budget Secretary of the Commonwealth. The Governor, the President pro tempore of the Senate, the Minority Leader of the Senate, the Speaker of the House of Representatives and the Minority Leader of the House of Representatives each appoints one voting member of the Board.

The Act provides that, upon the request of the City to the Authority for financial assistance and for so long as any bonds of the Authority remain outstanding, the Authority shall have certain financial and oversight functions. First, the Authority shall have the power, subject to satisfaction of certain requirements in the Act, to issue bonds and grant or lend the proceeds thereof to the City. Second, the Authority also shall have the power, in its oversight capacity, to exercise certain advisory and review powers with respect to the City's financial affairs, including the power to review and approve five-year financial plans prepared at least annually by the City, and to certify noncompliance by the City with its then-existing five-year financial plan (which certification would require the Secretary of the Budget of the Commonwealth to cause certain payments due to the City from the Commonwealth to be withheld by the Commonwealth).

#### Government-Wide and Fund Financial Statements

The government-wide financial statements (i.e., the statement of net assets and the statement of changes in net assets) report information on the activities of the primary government. For the most part, the effect of interfund activity has been removed from these statements.

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment are offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function or segment. Program revenues include (1) charges to customers or applicants who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment and (2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

Separate financial statements are provided for governmental funds. Major individual governmental funds are reported as separate columns in the fund financial statements.

The government-wide 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 a liability is incurred, regardless of the timing of related cash flows. Taxes are recognized as revenues in the year for which they are levied. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**  
**NOTES TO FINANCIAL STATEMENTS**  
**JUNE 30, 2008**

**(1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ORGANIZATION -**  
**Continued**

The governmental fund financial statements utilize a "modified accrual basis" of accounting. Under this basis, certain revenues (those susceptible to accrual, readily measurable and available as to amount and anticipated as being readily collectible) are recorded on the accrual basis. All other revenues are recognized only when received in cash. Expenditures, with the exception of interest requirements on long-term debt, are accounted for on the accrual basis of accounting.

The General Fund is used to account for the administrative operations of the Authority, for which a budget is adopted annually.

The Special Revenue Fund accounts for the proceeds of the PICA Tax (a tax levied on the wages and net profits of City of Philadelphia residents) remitted to the Authority via the Commonwealth. It is utilized to fund the debt service requirements of the Authority and to provide grants to the City. It encompasses the Revenue Fund established with the Trustee by the Trust Indenture (see Note 3).

Debt Service Funds account for the accumulation of financial resources for the payment of principal and interest on the Authority's long-term debt. The Debt Service Reserve Fund holds assets for debt service reserve purposes as required by the Trust Indenture. The Rebate Fund is maintained in order to fund future potential rebates and/or debt service requirements. The Debt Service funds also include the Bond Redemption Fund which has not yet been required.

The Expendable Trust Funds/Capital Projects Funds account for assets held by the Authority for expenditure for the benefit of the City. The principal and income of these funds must be expended for their designated purpose. The Expendable Trust Funds/Capital Projects Funds also include the Deficit and Settlement funds which completed their designated purposed in prior years and are presently inactive.

**PICA Tax**

The "PICA Tax" was enacted by an ordinance adopted by City Council and approved by the Mayor of the City of Philadelphia on June 12, 1991 (Bill No. 1437). The tax levy is one and one-half percent (1.5%) on the wages and net profits of City residents. The PICA Tax is collected by the Department of Revenue of the Commonwealth, utilizing the City Revenue and Law Departments (collectively) as its agent, and remitted to the Treasurer of the Commonwealth for disbursement to the Authority's Trustee.

**Investments and Derivatives**

The Authority's investments are stated at fair value. In accordance with Government Accounting Standards Board Technical Bulletin 2003-1, derivative instruments are not reported at fair value but are subject to certain disclosure requirements.

**Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and reported amounts of revenues and expenditures during the reporting period. Actual results could differ from those estimates.

**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**

**NOTES TO FINANCIAL STATEMENTS**

**JUNE 30, 2008**

**(2) CASH AND INVESTMENTS**

Authority funds may be deposited in any bank that is insured by federal deposit insurance. To the extent that such deposits exceed federal insurance, the depositories must deposit (with their trust department or other custodians) obligations of the United States, the Commonwealth of Pennsylvania or any political subdivision of the Commonwealth. Under Pennsylvania Act 72 of 1971, as amended, the depositories may meet this collateralization requirement by pooling appropriate securities to cover all public funds on deposit with their institution.

Investments in the Special Revenue Fund, the Debt Services Funds, and the Expendable Trust Funds must be invested in accordance with the Trust Indenture (see Note 3). The Trust Indenture restricts investments to the following types of securities:

- (a) Obligations of the City of Philadelphia;
- (b) Government obligations;
- (c) Federal funds, unsecured certificates of deposits, time deposits or bankers' acceptances of any domestic bank having a combined capital and surplus of not less than \$50,000,000;
- (d) Federally insured deposits of any bank or savings and loan association which has a combined capital, surplus and undivided profits of not less than \$3,000,000;
- (e) (i) Direct obligations of, or (ii) obligations, the principal of and interest on which are unconditionally guaranteed by any state of the United States of America, the District of Columbia or the Commonwealth of Puerto Rico, or any political subdivision or agency thereof, other than the City, whose unsecured, uninsured and unguaranteed general obligation debt is rated, at the time of purchase, "A" or better by Moody's and Standard & Poor's (S&P);
- (f) Commercial paper (having original maturities of not more than 270 days rated, at the time of purchase, "P-1" by Moody's and "A-1" or better by S&P;
- (g) Repurchase agreements collateralized by direct obligations of, or obligations the payment of principal and interest on which are unconditionally guaranteed as to full and timely payment by, the United States of America; and direct obligations and fully guaranteed certificates of beneficial interest of the Export-Import Bank of the United States; consolidated debt obligations and letter of credit-backed issues of the Federal Home Loan Banks; participation certificates and senior debt obligations of the Federal Home Loan Mortgage Corporation; debentures of the Federal Housing Administration; mortgaged-backed securities (except stripped mortgage securities which are valued greater than par on the portion of unpaid principal) and senior debt obligations of the Federal National Mortgage Association; participation certificates of the General Services Administration; guaranteed mortgage-backed securities and guaranteed participation certificates of the Government National Mortgage Association; guaranteed participation certificates and guaranteed pool certificates of the Small Business Administration; debt obligations and letters of credit-backed issued of the Student Loan Marketing Association; local authority bonds of the U.S. Department of Housing and Urban Development; and guaranteed Title XI financing of the U.S. Maritime Administration;

PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2008

(2) CASH AND INVESTMENTS - Continued

- (h) Money market mutual fund shares issued by a fund having assets not less than \$100,000,000 (including any such fund from which the Trustee or any of its affiliates may receive compensation) which invests in securities of the types specified in clauses (b) or (f) above and is rated "AAAm" or "AAAm-G" by S&P;
- (i) Guaranteed investment contracts (GICs) with a bank, insurance company or other financial institution that is rated in one of the three highest rating categories by Moody's and S&P and which GICs are either insured by a municipal bond insurance company or fully collateralized at all times with securities included in (b) above.

Investments in the Debt Service Reserve Fund may only be invested in the investments included in (b) through (i) above with a maturity of 5 years or less or GICs that can be withdrawn without penalty.

At June 30, 2008, the carrying amount of the Authority's deposits with financial institutions (including certificates of deposit and shares in U.S. Government money market funds) and other short-term investments was \$88,635,507. Statement balances were insured or collateralized as follows:

Insured	\$ 100,000
Other uninsured and uncollateralized, but covered under the provisions of Act 72, as amended	<u>88,566,259</u>
	<u>\$88,666,259</u>

The Authority's deposits include bank certificates of deposit that have a remaining maturity at time of purchase of one year or less and shares in U.S. Government money market funds. U.S. Government Agency Investments with a remaining maturity of one year or less are classified as short-term investments.

At June 30, 2008, the Authority held auction rate notes with a par value of \$8.7 million. These notes are auction rate securities issued by municipalities, having long-term contractual maturities and collateralized by pools of student loans. In February 2008 auctions failed for certain of these securities because there were more sellers than buyers at par, and quoted market values were no longer available. The Authority has obtained below-par valuations from UBS AG ("UBS") based on estimated future cash flows, market data and other factors. As of June 30, 2008, the Authority recorded an impairment charge of \$730,010, which is included in investment income -- net in the Statements of Activities and Revenues, Expenditures and Changes in Fund Balances -- Governmental Funds. Due to the lack of evidence relative to near term marketability of these notes, management has classified these securities as non-current other assets at June 30, 2008.

# PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY

## NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2008

### (2) CASH AND INVESTMENTS - Continued

UBS announced that on August 8, 2008, UBS and certain of its affiliates entered into settlements in principle with certain regulatory authorities with respect to UBS's sale and marketing of auction rate securities. Pursuant to the settlements, UBS agreed to offer to purchase certain auction rate securities from certain holders. On October 8, 2008, the Authority received a settlement offer from UBS regarding its auction rate securities, whereby the Authority may be eligible to sell its auction rate securities held with UBS to UBS at par during the period of January 2, 2009 through January 4, 2011. Until then, the Authority would be entitled to continued interest payments on its auction rate securities in accordance with their terms. Upon acceptance of the settlement offer from UBS, the Authority also may be eligible to borrow at "no net cost" from UBS an amount up to 75% of the market value of the auction rate securities held with UBS. The terms and conditions of the settlement offer include a release of claims against UBS and its affiliates. The Authority's management has elected to accept the settlement offer.

The following is a schedule of investments of the Authority by type (other than certificates of deposit and shares in U.S. Government money market funds) showing the carrying value and categorization as to credit risk at June 30, 2008:

	Total	Fair Value		
		Credit Risk Category		
		(1)	(2)	(3)
FHLMC discount note due December 15, 2008	\$59,024,284			\$59,024,284
Auction rate securities	7,969,990			7,969,990
Total	\$66,994,274			\$66,994,274

The three credit risk categories are defined as follows:

#### Category

- (1) Insured, registered or securities held by the entity or its agent (bank trust department) in the entity's name (name of the Authority).
- (2) Uninsured and unregistered, with securities held by the counterparty's trust department or agent in the entity's name.
- (3) Uninsured and unregistered, with securities held by the counterparty, or by its trust department or agent but not in the entity's name.

### (3) SPECIAL TAX REVENUE BONDS

In the government-wide financial statements, bonds are reported as liabilities in the statement of net assets. Through June 30, 2008, the Authority has issued eight series of Special Tax Revenue Bonds, as follows:

<u>Series of</u>	<u>Amount Issued</u>
1992	\$474,555,000
1993	643,430,000
1993A	178,675,000
1994	122,020,000
1996	343,030,000
1999	610,005,000
2003	165,550,000
2006	89,950,000
2008A&B	214,565,000



**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**

**NOTES TO FINANCIAL STATEMENTS**

**JUNE 30, 2008**

**(3) SPECIAL TAX REVENUE BONDS - Continued**

The following summary shows the changes in bonds payable for the year ended June 30, 2008

<u>Series of</u>	<u>Outstanding July 1, 2007</u>	<u>Additions</u>	<u>Retirements</u>	<u>Outstanding June 30, 2008</u>
1999	\$394,950,000	\$ -	\$37,420,000	\$357,530,000
2003	142,085,000	-	142,085,000	-
2006	85,500,000	-	85,500,000	-
2008A&B	-	214,565,000	-	214,565,000
	<u>\$622,535,000</u>	<u>\$214,565,000</u>	<u>\$265,005,000</u>	<u>\$572,095,000</u>
			Less current portion	<u>42,415,000</u>
			Long-term portion	<u>\$529,680,000</u>

In conjunction with its 1992, 1993, 1993A and 1996 bond issues, the Authority entered into an Indenture of Trust dated as of June 1, 1992, which was subsequently amended and supplemented as of June 22, 1992, July 15, 1993, August 15, 1993, and June 1, 2006. An Amended and Restated Indenture of Trust dated as of December 15, 1994 was entered into in conjunction with the Authority's 1994 bond issue and replaced (amended and restated) the original indenture as amended and supplemented. The 1996 bonds were issued pursuant to the Amended and Restated Indenture of Trust dated as of December 15, 1994 (the "1994 Indenture") as amended and supplemented by a First Supplement to the Amended and Restated Indenture Trust dated as of May 15, 1996. The 1999 bonds were issued pursuant to the Amended and Restated Indenture of Trust dated as of December 15, 1994 as amended and supplemented by a First Supplement to the Amended and Restated Indenture of Trust dated as of May 15, 1996 and a Second Supplement to the Amended and Restated Indenture of Trust dated as of April 1, 1999 (together the "Trust Indenture") between the Authority and First Union National Bank as Trustee (the "Trustee"). The 2003 bonds were issued pursuant to the Trust Indenture as amended and supplemented by a Third Supplement to the Trust Indenture dated June 1, 2003 between the Authority and Wachovia Bank, National Association, formerly First Union National Bank, as Trustee. The 2006 bonds were issued pursuant to the Trust Indenture as amended and supplemented by a Fourth Supplement to the Amended and Restated Indenture of Trust between the Authority and Wachovia Bank, National Association, as Trustee. The 2008A&B bonds were issued pursuant to the Trust Indenture as amended and supplemented by a Fifth Supplement to the Amended and Restated Indenture of Trust between the Authority and U.S. Bank National Association, as successor Trustee. The Trustee's responsibilities include ensuring that the proceeds of the PICA Tax (see Note 1) received by it are used to fund the debt service payments (bond principal and interest) required under the Trust Indenture, as amended.

Each series of bonds issued by the Authority are limited obligations of the Authority and the principal, redemption premium, if any, and interest thereon, are payable solely from a portion of the PICA Tax.

PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2008

(3) SPECIAL TAX REVENUE BONDS - Continued

To issue additional bonds, the Trust Indenture requires that the Authority's collection of PICA Taxes in any twelve consecutive months during the fifteen-month period immediately preceding the date of issuance of such additional bonds equals at least 175% of the maximum annual debt service requirement on the bonds outstanding after the issuance of the additional bonds. The PICA Taxes collected during the year ended June 30, 2008 (\$341,971,598) equaled approximately 476% of the maximum annual debt service (\$71,831,412) of the bonds outstanding at June 30, 2008 (the 1999 and 2008A&B bonds).

Total annual debt service requirements (annual principal or sinking fund requirements and interest payments) on the outstanding bonds at June 30, 2008 are as follows:

<u>Fiscal Year Ending</u>	<u>Total Debt Service Requirements</u>
2009	\$71,831,412
2010	65,010,969
2011	61,344,794
2012	61,347,555
2013	61,315,430
2014	61,298,800
2015	61,275,763
2016	61,248,750
2017	61,231,975
2018	52,118,613
2019	43,383,863
2020	22,899,000
2021	54,493,825
2022	13,508,250
2023	40,980,263

Details as to the purpose of each of the respective series of bonds issued by the authority through June 30, 2008, and as to bonds outstanding at that date follow.

**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**

**NOTES TO FINANCIAL STATEMENTS**

**JUNE 30, 2008**

**(3) SPECIAL TAX REVENUE BONDS - Continued**

**A. Series of 1992**

The proceeds from the sale of the Series of 1992 Bonds were used to (1) make grants to the City of fund the Fiscal Year 1991 General Fund cumulative deficit and the projected Fiscal Years 1992 and 1993 General Fund deficits, (2) make grants to the City to pay the costs of certain emergency capital projects to be undertaken by the City and other capital projects to increase productivity in the operation of City government, (3) make the required deposit to the Debt Service Reserve Fund, (4) capitalize interest on a portion of the Series of 1992 Bonds through June 15, 1993, (5) repay amounts previously advanced to the Authority by the Commonwealth to pay initial operating expenses of the Authority, (6) fund a portion of the Authority's first fiscal year operating budget, and (7) pay the costs of issuing the Series of 1992 Bonds.

Series of 1992 Bonds, initially scheduled to mature June 15, 2006, 2012 and 2022, were advance refunded on September 14, 1993 through an irrevocable trust created by using a portion of the proceeds of the Series of 1993A Bonds. Series of 1992 Bonds, initially scheduled to mature June 15, 1996, 1997, 1998, 1999, 2000 and 2002 were advance refunded on May 15, 1996 together with the Refunded 1994 Bonds (see Series of 1994 in this Note 3) through an irrevocable trust created by using the net proceeds of the Series of 1996 Bonds together with monies on deposit with the Trustee on account of the Refunded 1992 Bonds, monies on deposit with the Trustee on account of the Refunded 1994 Bonds and sums derived from certain forward purchase agreements entered into with respect to the irrevocable trust. The Refunded 1992 Bonds are no longer deemed to be outstanding under the Trust Indenture.

**B. Series of 1993**

The proceeds from the sale of the Series of 1993 Bonds were used to (1) make grants to the City to pay the costs of certain emergency capital projects (including capital improvements to the City's Criminal Justice and Correctional Facilities) to be undertaken by the City and other capital projects to increase productivity in the operation of City government, (2) make a grant to the City for refunding of certain of the City's General Fund Obligation Bonds, (3) make the required deposit to the Debt Service Fund, and (4) to pay the costs of issuing the Series of 1993 Bonds.

Series of 1993 Bonds, initially scheduled to mature June 15, 1999 through 2009, 2015, 2016 and 2023 were advance refunded on April 1, 1999 through an irrevocable trust created by using the net proceeds of the Series of 1999 Bonds together with monies on deposit with the Trustee on account of the Refunded 1993 bonds. The Refunded 1993 Bonds are no longer deemed to be outstanding under the Trust Indenture.

**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**

**NOTES TO FINANCIAL STATEMENTS**

**JUNE 30, 2008**

**(3) SPECIAL TAX REVENUE BONDS - Continued**

**C. Series of 1993A**

The proceeds from the sale of the Series of 1993A Bonds were used to (1) provide for the advance refunding of a portion of the Authority's Special Tax Revenue Bonds Series of 1992, in the aggregate principal amount of \$136,670,000, (2) make the required deposit to the Debt Service Fund, and (3) to pay the costs of issuing the Series of 1993A Bonds.

Series of 1993A Bonds, initially scheduled to mature June 15, 2004 through 2023 were currently refunded on June 16, 2003 using the net proceeds of the Series of 2003 Bonds. The Refunded 1993A Bonds are no longer deemed to be outstanding under the Trust Indenture.

**D. Series of 1994**

The proceeds from the sale of the Series of 1994 Bonds were used to (1) make grants to the City to pay the costs of certain emergency capital projects to be undertaken by the City and other capital projects to increase productivity in the operation of City Government, (2) make the required deposit to the Debt Service Reserve Fund, and (3) pay the costs of issuing the Series of 1994 Bonds.

Series of 1994 Bonds, initially scheduled to mature on and after June 15, 1996, were advance refunded on May 15, 1996 together with the Refunded 1992 Bonds (see Series of 1992 earlier in this Note 3) through an irrevocable trust created by using the net proceeds of the Series of 1996 Bonds together with monies on deposit with the Trustee on account of the Refunded 1994 Bonds, monies on deposit with the Trustee on account of the Refunded 1992 Bonds and sums derived from certain forward purchase agreements entered into with respect to the irrevocable trust. The Refunded 1994 Bonds are no longer deemed to be outstanding under the Trust Indenture.

**E. Series of 1996**

The proceeds from the sale of the Series of 1996 Bonds were used, together with monies available in certain of the separate accounts established under the 1994 Indenture on account of the 1992 Bonds and the 1994 Bonds to (1) provide for the advance refunding of the Authority's Special Tax Revenue Bonds Series of 1992 outstanding as of May 15, 1996 and the Authority's Special Tax Revenue Bonds Series of 1994 outstanding as of May 15, 1996, (2) pay the premium for a Debt Service Reserve Fund Insurance Policy to satisfy the Debt Service Reserve Fund Requirements in respect of the Series of 1996 Bonds, and (3) pay the costs of issuing the Series of 1996 Bonds.

**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**

**NOTES TO FINANCIAL STATEMENTS**

**JUNE 30, 2008**

**(3) SPECIAL TAX REVENUE BONDS - Continued**

**E. Series of 1996 - Continued**

Series of 1996 Bonds, initially scheduled to mature on and after June 15, 2006, were refunded on June 15, 2006 using the net proceeds of the Series of 2006 Bonds. The Refunded 1996 Bonds are no longer deemed to be outstanding under the Trust Indenture.

**F. Series of 1999**

The net proceeds from the sale of the Series of 1999 Bonds were used, together with other monies available in the Debt Service Fund of the 1993 bonds, to (1) provide for the advance refunding of all of the Authority's Special Tax Revenue Bonds Series of 1993 outstanding as of April 1, 1999 and maturing June 15 of the years 1999 through 2009, 2015, 2016 and 2023, (the "Refunded 1993 Bonds"), (2) pay the premium for a Debt Service Reserve Fund Insurance Policy to help satisfy the Debt Service Reserve Requirements in respect of the 1993A, 1996 and 1999 bonds outstanding under the Indenture, equally and ratably, as per the amended provisions of the Trust Indenture with respect to "Debt Service Reserve Requirements," and (3) pay the costs of issuing the Series of 1999 Bonds.

The details of Series of 1999 Bonds outstanding at June 30, 2008 are as follows:

<u>Interest Rate</u>	<u>Maturing June 15</u>	<u>Amount</u>
5.00	2009	30,665,000
5.25	2010	25,370,000
5.25	2011	23,045,000
5.25	2012	24,235,000
5.25	2013	25,500,000
5.25	2014	26,815,000
5.25	2015	28,205,000
5.25	2016	29,660,000
5.25	2017	31,195,000
5.00	2018	23,710,000
4.75	2019	16,170,000
5.00	2021	34,725,000
4.75	2023	38,235,000
		<u>\$357,530,000</u>

PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2008

(3) SPECIAL TAX REVENUE BONDS - Continued

F. Series of 1999 – Continued

The following table shows the annual principal or sinking fund requirements, interest payments and the total debt service requirements for the Series of 1999 Bonds outstanding at June 30, 2008:

<u>Fiscal Year Ending</u>	<u>Principal or Sinking Fund Requirements</u>	<u>Interest</u>	<u>Total Debt Service Requirements</u>
2009	30,665,000	18,275,550	48,940,550
2010	25,370,000	16,742,300	42,112,300
2011	23,045,000	15,410,375	38,455,375
2012	24,235,000	14,200,513	38,435,513
2013	25,500,000	12,928,175	38,428,175
2014	26,815,000	11,589,425	38,404,425
2015	28,205,000	10,181,638	38,386,638
2016	29,660,000	8,700,875	38,360,875
2017	31,195,000	7,143,725	38,338,725
2018	23,710,000	5,505,988	29,215,988
2019	16,170,000	4,320,488	20,490,488
2021	34,725,000	6,257,825	40,982,825
2023	38,235,000	2,745,263	40,980,263

G. Series of 2003

The net proceeds from the sale of the Series of 2003 Bonds were used to (1) provide for the current refunding of all of the Authority's Special Tax Revenue Bonds Series of 1993A outstanding as of June 16, 2003 and maturing June 15 of the years 2004 through 2023, and (2) pay the costs of issuing the Series of 2003 Bonds.

Series of 2003 Bonds, initially scheduled to mature on and after June 15, 2022, were advance refunded on May 15, 2008 together with the refunded 2006 Bonds (see Series of 2006 in this Note 3) using the net proceeds of the Series of 2008A Bonds together with monies on deposit with the Trustee on account of the Series of 2003 Bonds. The refunded 2003 Bonds are no longer deemed to be outstanding under the Trust Indenture.

**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**

**NOTES TO FINANCIAL STATEMENTS**

**JUNE 30, 2008**

**(3) SPECIAL TAX REVENUE BONDS - Continued**

**H. Series of 2006**

The net proceeds from the sale of the Series of 2006 Bonds were used to provide for the current refunding of all of the Authority's Special Tax Revenue Bonds Series of 1996 outstanding as of June 7, 2006 and maturing June 15 of the years 2007 through 2020.

Series of 2006 Bonds, initially scheduled to mature on and after June 15, 2023, were advance refunded on May 15, 2008 together with the refunded 2003 Bonds (see Series of 2003 earlier in this Note 3) using the net proceeds of the Series of 2008B Bonds together with monies on deposit with the Trustee on account of the Series of 2006 Bonds. The refunded 2006 Bonds are no longer deemed to be outstanding under the Trust Indenture.

**I. Series of 2008A&B**

The net proceeds from the sale of the Series of 2008A Bonds, together with other available funds, were used to (1) provide for the current refunding of all of the Authority's Special Tax Revenue Bonds Series of 2003 outstanding as of May 15, 2008, and (2) to pay the costs of obtaining credit enhancement for and the costs of issuing the 2008A Bonds. The net proceeds from the sale of the Series of 2008B Bonds, together with other available funds, were used to (1) provide for the current refunding of all of the Authority's Special Tax Revenue Bonds Series of 2006 outstanding as of May 15, 2008, and (2) to pay the costs of obtaining credit enhancement for and the costs of issuing the 2008B Bonds.

The details of Series of 2008A&B Bonds outstanding at June 30, 2008 are as follows:

Interest Rate	Maturing June 15	2008A Amount	2008B Amount
5.00 – 5.52	2009	\$ 6,825,000	\$ 4,925,000
5.00 – 5.52	2010	7,165,000	5,200,000
5.00 – 5.52	2011	7,525,000	5,475,000
5.00 – 5.52	2012	7,900,000	5,800,000
5.00 – 5.52	2013	8,295,000	6,100,000
5.00 – 5.52	2014	8,710,000	6,450,000
5.00 – 5.52	2015	9,145,000	6,800,000
5.00 – 5.52	2016	9,600,000	7,175,000
5.00 – 5.52	2017	10,080,000	7,575,000
5.00 – 5.52	2018	10,585,000	8,000,000
5.00 – 5.52	2019	11,120,000	8,425,000
5.00 – 5.52	2020	11,670,000	8,900,000
5.00 – 5.52	2021	12,255,000	-
5.00 – 5.52	2022	12,865,000	-
		<u>\$ 133,740,000</u>	<u>\$ 80,825,000</u>

**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**

**NOTES TO FINANCIAL STATEMENTS**

**JUNE 30, 2008**

**(3) SPECIAL TAX REVENUE BONDS - Continued**

**I. Series of 2008A&B**

The following table shows the annual principal or sinking fund requirements, interest payments and the total debt service requirements for the Series of 2008A&B Bonds outstanding at June 30, 2008:

<u>Fiscal Year Ending</u>	<u>Principal or Sinking Fund Requirements</u>	<u>Interest</u>	<u>Total Debt Service Requirements</u>
2009	\$11,750,000	\$11,140,862	\$22,890,862
2010	12,365,000	10,533,669	22,898,669
2011	13,000,000	9,889,419	22,889,419
2012	13,700,000	9,212,042	22,912,042
2013	14,395,000	8,492,255	22,887,255
2014	15,160,000	7,734,375	22,894,375
2015	15,945,000	6,944,125	22,889,125
2016	16,775,000	6,112,875	22,887,875
2017	17,655,000	5,238,250	22,893,250
2018	18,585,000	4,317,625	22,902,625
2019	19,545,000	3,348,375	22,893,375
2020	20,570,000	2,329,000	22,899,000
2021	12,255,000	1,265,000	13,511,000
2022	12,865,000	643,250	13,508,250

The interest rate related to the 2008A&B Bonds is based on the payments due by the Authority under the swap agreement, not the floating rate of interest on the 2008A&B bonds. The Authority will have an additional interest obligation relating to the 2008A&B Bonds if the floating rate of interest receivable under the swap agreement is less than the interest rate on the 2008A&B Bonds. (See Note 3J.)

**J. Series of 1993A, 1996 and 1999 Swaptions**

Objective of the swaptions

During the fiscal year ended June 30, 2002, the Authority entered into three swaption agreements with JPMorgan Chase as the counterparty that provided the Authority up-front premium payments totaling \$26,235,000 (\$10,720,000 for the 1993A issuance, \$5,815,000 for the 1996 issuance and \$9,700,000 for the 1999 issuance). These swaption agreements were entered into in order to affect a synthetic refunding of the Authority's 1993A, 1996, and 1999 bond issuances at some point in the future (generally, the first call date for each bond issuance). The premium payments, which were recorded as deferred revenue in fiscal year 2002, represented the risk-adjusted, present value savings of a refunding at the specified call date without issuing refunding bonds at the time the swaption agreements were executed. The swaptions gave the counterparty the option to require the Authority enter into pay-fixed, receive-variable interest rate swaps. If the options were exercised, the Authority would then expect to issue variable-rate refunding bonds. (See Note 3J below related to the exercising of the 1993A and 1996 swaptions).



PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2008

(3) SPECIAL TAX REVENUE BONDS - Continued

I. Series of 1993A, 1996 and 1999 Swaptions - Continued

Terms

The premium payments were based on a notional amount representing the outstanding bonds for each issuance, and at the time any of the related swap agreements are to take effect the notional amounts will represent the outstanding bonds at that time. The counterparty has the option to exercise the agreements at the first call date of each related bond issuance and the related swap will commence on that same date. The fixed swap rates (ranging from approximately 5.0 – 5.5%) were set at rates that, when added to an assumption for remarketing and liquidity costs, would approximate the coupons of the “refunded” bonds. The swap’s variable payment would be a predetermined percentage (ranging from 62% – 67%) of the London Interbank Offered Rate (“LIBOR”). Both the Authority and the counterparty had the ability to terminate the swaptions, with monetary consequences, before the interest rate swaps were set to begin.

Fair value

As of June 30, 2008, the 1999 swaption had a negative fair value of approximately \$37,465,00. The fair value was determined by the counterparty using its proprietary methodology.

Market-access risk

If the options are exercised and the refunding bonds are not issued, the 1999 bonds would not be refunded and the Authority would make net swap payments as required by the terms of the contracts. If the options are exercised and the variable rate refunding bonds are issued, the actual savings ultimately recognized by the transactions will be affected by the relationship between the interest rate terms of the to-be-issued variable rate refunding bonds versus the variable payment on the swap.

K. Series of 2003 and 2006 Swap Agreement and Basis Cap Agreements

In June 2003 and June 2006, the counterparty exercised its options under the 1993A and 1996 swaption agreements, respectively, concurrently with the Authority’s Series 2003 and 2006 Refunding Bond issuances (see Note 3G and 3H). The \$10,700,000 premium received (1993A) was recognized as swaption premium revenue in the general fund during the fiscal year ended June 30, 2003. The \$5,815,000 (1996) premium was recognized as swaption premium revenue in the general fund during the fiscal year ended June 30, 2006. At June 30, 2008, the swaption premiums continue to be reflected as deferred revenue in the government-wide financial statements, net of amortization over the life of the related Swap Agreements.

PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2008

(3) SPECIAL TAX REVENUE BONDS - Continued

J. Series of 2003 and 2006 Swap Agreement and Basis Cap Agreements – Continued

Terms and objective

The Series of 2003 and 2006 bonds and the related swap agreements mature on June 15, 2022 and June 15, 2020, respectively. The swap's initial notional amounts of \$163,185,000 and \$89,960,000 match the related 1993A and 1996 bonds that were currently refunded on June 16, 2003 and June 6, 2006 and the notional amount declines each year to match the original maturity schedule of the 1993A and 1996 refunded bonds. The swaps were entered into at the same time the refunding bonds were issued, during June 2003 and 2006. Under the swap agreements, the Authority pays the counterparty a fixed payment of approximately 5% and receives a variable payment computed as 67% of the one-month LIBOR. Conversely, the variable rate bonds are based on the Bond Market Association Municipal Swap Index ("BMA").

In June 2003 and 2004, the Authority also entered into basis cap transactions with the counterparty as follows:

2003 Basis Cap

Beginning July 15, 2003, the counterparty pays the Authority a fixed rate each month of .40% per year and the Authority will pay to the counterparty a variable rate based on the greater of (a) the average of the BMA for the month divided by the one-month LIBOR, less 70%, multiplied by the one-month LIBOR, times the notional amount times the day count fraction or (b) zero. The notional amount and term of this agreement equals the notional amount and term of the interest rate swap noted above. The objective of the basis cap is to minimize the basis risk as discussed below.

1999 Basis Cap

Beginning July 15, 2009, the counterparty pays the Authority a fixed rate each month of .46% per year and the Authority will pay to the counterparty a variable rate based on the greater of (a) the average of the BMA for the month divided by the one-month LIBOR, less 70%, multiplied by the one-month LIBOR, times the notional amount times the day count fraction or (b) zero. The notional amount and term of this agreement equals the notional amount and term of the interest rate swap noted above. The objective of the basis cap is to minimize the basis risk as discussed below.

PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2008

(3) SPECIAL TAX REVENUE BONDS - Continued

J. Series of 2003 and 2006 Swap Agreement and Basis Cap Agreements – Continued

Fair Value

At June 30, 2008, The swap and basis cap agreements had fair values as follows:

<u>Instrument</u>	<u>Fair Value</u>
2003 Swap Agreement	(\$17,261,738)
2003 Basis Cap	857,813
2006 Swap Agreement	(12,075,008)
1999 Basis Cap	1,991,700

The swap and basis cap negative fair values may be countered by a reduction in total interest payments required by the variable rate bonds, creating a lower synthetic interest rate. Because the coupons on the variable rate bonds adjust to changing interest rates, the bonds do not have a corresponding fair value increase.

Credit Risk

As of June 30, 2008, the Authority was not exposed to credit risk because the swap had a negative fair value. However, should interest rates change and the fair value of the swap become positive, the Authority would be exposed to credit risk in the amount of the swap's fair value. The counterparty was rated "AA" by Standard & Poor's and "Aaa" by Moody's Investors Service as of June 30, 2008. To mitigate the potential for credit risk, if the counterparty's credit quality falls below "A-" or "A3", respectively, the fair value of the swap will be fully collateralized by the counterparty within 15 days of it having ceased to have such minimum ratings. The collateral would be posed with a third party custodian.

Basis Risk

As noted above, the swap exposes the Authority to basis risk should the relationship between LIBOR and BMA converge, changing the synthetic rate on the bonds. If a change occurs that results in the rates moving to converge, the expected cost savings may not be realized. At June 30, 2008, the 67% of LIBOR rate was approximately 2.55% and the SIFMA rate was approximately 2.70%.

PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2008

(3) SPECIAL TAX REVENUE BONDS - Continued

J. Series of 2003 and 2006 Swap Agreement and Basis Cap Agreement – Continued

Termination Risk

The derivative contract for the swap and the basis cap uses the International Swap Dealers Association Master Agreement, which includes standard termination events, such as failure to pay and bankruptcy. The Schedule to the Master Agreement includes an “additional termination events” section. Under each of the transactions the Authority has the right at its option to terminate the related interest rate swap or basis cap and any such termination will result in a termination payment calculated under the Master Agreement either owing by the Authority to the counterparty or owing by the counterparty to the Authority. Additionally, the swap may be terminated by the Authority if the counterparty’s credit falls below “A-” as issued by Standard & Poor’s or “A3” by Moody’s Investors Service and collateral is not posted within 15 days of it having ceased to have such minimum ratings. The Authority or the counterparty may terminate the swap if the other party fails to perform under the terms of the contract. If the swap is terminated, the variable rate bonds would no longer carry a synthetic interest rate. Also, if at the time of termination the swap has a negative fair value, the Authority would be liable to the counterparty for a payment equal to the swap’s fair value.

(4) FORWARD DELIVERY AGREEMENT

Objective

On June 6, 2000, the Authority entered into a debt service reserve forward delivery agreement which began on August 1, 2003, whereby the Authority received a premium of \$4,450,000 on December 1, 2002 for the debt service reserve fund in exchange for the future earnings from the debt service reserve fund investments. The premium amount was deferred and is being recognized as revenue over the remaining life of the agreement or through June 15, 2010.

Terms

Under this agreement, the Authority is guaranteed a fixed interest rate on the debt service reserve investments of 4.79%.

**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**

**NOTES TO FINANCIAL STATEMENTS**

**JUNE 30, 2008**

**(4) FORWARD DELIVERY AGREEMENT - Continued**

Interest rate risk

Under this agreement, the Authority has agreed upon a rate of return equal to 4.79% in order to minimize the risks resulting from fluctuations in interest rates; however, the Authority has also forgone the possibility of receiving greater returns should the interest rates rise above 4.79%.

Termination risk

Either party to the agreement may terminate the agreement if the other party fails to perform under the terms of the contract. Depending on prevailing interest rates at the time of the termination the amount owed by the Authority could be substantial.

Rollover risk

The Authority is exposed to rollover risk on this agreement as this agreement matures or may be terminated prior to the maturity of the associated debt. When this agreement terminates, the Authority may not realize the rate of interest offered by this agreement.

**(5) DEFINED BENEFIT PENSION PLAN**

Plan description

The Authority covers all full-time employees in the State Employees' Retirement System (the "System") which was established as of June 27, 1923, under the provisions of Public Law 858, No. 331. The System is the administrator of a cost-sharing, multiple-employer defined benefit retirement system established by the Commonwealth to provide pension benefits for employees of state government and certain independent agencies.

North Third Street, P.O. Box 1147, Harrisburg, Pennsylvania 17108.

The System is a component unit of the Commonwealth and is included in the Commonwealth's financial report as a pension trust fund. The System also issues a publicly available financial report that includes financial statements and required supplementary information. That report may be obtained by writing to Commonwealth of Pennsylvania, State Employees' Retirement Board, 30 North Third Street, P.O. Box 1147, Harrisburg, Pennsylvania 17108.

PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2008

(5) DEFINED BENEFIT PENSION PLAN – Continued

Plan Descriptions - Continued

The System provides retirement, death and disability benefits. Retirement benefits vest after five years of credited service. Employees who retire with three years of service at age 60, or with 35 years of service if under age 60, are entitled to a normal annual retirement benefit. Members of the General Assembly and certain employees classified in hazardous duty positions can retire with full benefits at age 50, with at least three years of service. The general annual benefit is 2% of the member's highest three-year annual average salary times years of service times class of service multiplier. The Authority's total and annual covered payroll for the year ended June 30, 2008 was \$556,692.

Contributions required

Covered employees are required to contribute to the System at a rate of 6.25% of their gross pay. The contributions are recorded in an individually identified account which is also credited with interest, calculated quarterly to yield 4% per annum, as mandated by statute. Accumulated employee contributions and credited interest vest immediately and are returned to the employee upon termination of service if the employee is not eligible for other benefits.

Participating agency contributions are also mandated by statute and are based upon an actuarially determined percentage of gross pay that is necessary to provide the System with assets sufficient to meet the benefits to be paid to System participants.

The Authority did not and was not required to contribute to the System for the years ended June 30, 2002 through 2008.

According to the retirement code, all obligations of the System will be assumed by the Commonwealth should the System terminate.

(6) LEASE COMMITMENT

The Authority is obligated under an operating lease for office space, expiring December 31, 2019. The following is a schedule of future minimum lease payments:

<u>Fiscal Year Ending June 30</u>	<u>Amount</u>
2009	\$ 32,212
2010	99,056
2011	102,020
2012	105,086
2013	108,230
2014	111,486
2015	114,832
2016	118,272
2017	121,818
2018	125,472
2019	21,014
	<u>\$1,059,498</u>

Rental expense for the year ended June 30, 2008 was \$70,280.

## **SUPPLEMENTARY INFORMATION**

**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**  
**BUDGETARY COMPARISON SCHEDULE**  
**GENERAL FUND - OPERATIONS**  
**JUNE 30, 2008**

	<b>Budget (Original and Final)</b>	<b>Actual</b>	<b>Over (Under) Budget</b>
Interest and short term investment earnings	\$ 150,000	\$ 201,186	\$ 51,186
Expenditures - administration			
Personnel - salaries and benefits	897,990	693,802	(204,188)
Professional services:			
Legal	40,000	108,840	68,840
Audit	90,000	35,500	(54,500)
Consulting/research	50,000	22,450	(27,550)
Interagency services	6,000		(6,000)
Trustee	85,000	57,964	(27,036)
Miscellaneous	40,000	7,050	(32,950)
Rent	100,000	70,280	(29,720)
Computer software and minor hardware	20,000	21,620	1,620
Office supplies	6,500	4,449	(2,051)
Telephone	15,000	9,324	(5,676)
Subscription and reference services	7,500	5,521	(1,979)
Postage and express	6,000	3,757	(2,243)
Dues and professional education	3,000	1,188	(1,812)
Travel	7,500	13	(7,487)
General and administrative	12,000	12,598	598
Miscellaneous	2,500	211,819	209,319
	<u>1,388,990</u>	<u>1,266,175</u>	<u>(122,815)</u>
Capital outlays - furniture, fixtures and equipment	20,000		(20,000)
Additional oversight duties	300,000	-	(300,000)
Total expenditures	<u>1,708,990</u>	<u>1,266,175</u>	<u>(442,815)</u>
Excess of expenditures over revenues	(1,558,990)	(1,064,989)	494,001
Other financing sources:			
Transfers in for PICA draw for operations	<u>1,558,990</u>	<u>1,558,990</u>	<u>-</u>
Excess of revenues and other financing sources over expenditures	-	494,001	(494,001)
FUND BALANCE, JULY 1, 2007	<u>16,616,847</u>	<u>16,616,847</u>	<u>-</u>
FUND BALANCE, JUNE 30, 2008	<u>\$16,616,847</u>	<u>\$17,110,848</u>	<u>\$ 494,001</u>



**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**  
**GENERAL FUND**  
**SUPPLEMENTAL SCHEDULE OF CASH ACTIVITY**  
**JUNE 30, 2008**

Cash receipts:	
Revenues collected - interest	\$ 1,194,355
Other financing sources - operating transfers in from interest earnings on debt service funds	<u>1,453,193</u>
Total cash receipts	2,647,548
Cash disbursements:	
Expenditures paid - administration	<u>1,441,345</u>
Excess of cash receipts over cash disbursements	1,206,203
CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS - BEGINNING OF YEAR	<u>42,042,179</u>
CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS - END OF YEAR	<u>\$43,248,382</u>

**PENNSYLVANIA INTERGOVERNMENTAL COOPERATION AUTHORITY**  
**SPECIAL REVENUE FUND**  
**SUPPLEMENTAL SCHEDULE OF CASH ACTIVITY**  
**JUNE 30, 2008**

Cash receipts:	
Revenues collected:	
PICA taxes	\$342,861,025
Interest	541,020
Other	<u>330,229</u>
Total cash receipts	<u>343,732,274</u>
Cash disbursements:	
Expenditures paid - grants to the City of Philadelphia	262,137,388
Other financing uses - operating transfers out for debt service requirements	81,588,046
Investment expenses	<u>6,840</u>
Total cash disbursements	<u>343,732,274</u>
Excess of cash receipts over cash disbursements	-
CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS - BEGINNING OF YEAR	<u>-</u>
CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS - END OF YEAR	<u>\$ -</u>