

Southwestern Pennsylvania Commission

Financial Statements
and Required Supplementary and
Supplementary Information

Year Ended June 30, 2024
with Independent Auditor's Report

MaherDuessel

SOUTHWESTERN PENNSYLVANIA COMMISSION

YEAR ENDED JUNE 30, 2024

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SOUTHWESTERN PENNSYLVANIA COMMISSION

YEAR ENDED JUNE 30, 2024

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Independent Auditor's Report

**Executive Committee and Commissioners
Southwestern Pennsylvania Commission**

Report on the Audit of the Financial Statements

Opinions

We have audited the accompanying financial statements of the governmental activities and each major fund of Southwestern Pennsylvania Commission (Commission) as of and for the year ended June 30, 2024, and the related notes to the financial statements, which collectively comprise the Commission's basic financial statements as listed in the table of contents.

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 Commission as of June 30, 2024, and the respective changes in financial position thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

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

Responsibilities of Management for the Financial Statements

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with generally accepted auditing standards and *Government Auditing Standards*, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Commission's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Commission's ability to continue as a going concern for a reasonable period of time.

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

Required Supplementary Information

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

Supplementary Information

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

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated December 23, 2024, on our consideration of the Commission's internal controls over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Commission's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Commission's internal control over financial reporting and compliance.

Report on Summarized Comparative Information

We have previously audited the Commission's 2023 financial statements, and we expressed unmodified audit opinions on those audited financial statements in our report dated December 15, 2023. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2023 is consistent, in all material respects, with the audited financial statements from which it was derived.

Maier Duessel

Pittsburgh, Pennsylvania
December 23, 2024

Southwestern Pennsylvania Commission Management's Discussion and Analysis Year Ended June 30, 2024

This Management's Discussion and Analysis of the financial performance of the governmental activities of the Southwestern Pennsylvania Commission (Commission) is to provide a summary understanding and analysis of the basic financial statements for the fiscal year ending June 30, 2024. The following summary analysis should be used in conjunction with the included financial statements.

INTRODUCTION

The Commission is the regional planning agency serving the 10-county Southwestern Pennsylvania (SWPA) region. As the official Metropolitan Planning Organization (MPO), Local Development District (LDD), and Economic Development District (EDD) for SWPA, the Commission directs the use of state and federal transportation and economic development funds allocated to the region—approximately \$35 billion through 2045. The Commission helps counties, cities, municipalities, and townships access state and federal transportation funds. The Commission is charged with developing the region's long-range transportation plan and the comprehensive economic development strategy; working with multiple planning partners at the federal, state, regional, and local levels on programs and projects that advance the Regional Vision, Major Goals, and Strategies of the Long-Range plan. The Commission's ten-county region includes the City of Pittsburgh and the counties of Allegheny, Armstrong, Beaver, Butler, Fayette, Greene, Indiana, Lawrence, Washington, and Westmoreland. The Southwestern Pennsylvania Corporation, a non-profit 501(c)(3) organization, is the administrative arm of the Commission.

FISCAL YEAR 2024 ANALYSIS

The Commission uses the modified accrual basis of accounting to record revenues when earned and expenses when incurred. The following brief summary financial information serves as the basis for analysis of the Commission's financial position.

- **Statement of Net Position** summarizes the overall the Commission capital structure as to whether company assets were financed by incurring debt or equity. Increases or decreases in net assets and/or liabilities can be a useful indicator as to whether the financial position of the Commission is improving or deteriorating. This statement also reflects the overall financial strength of the Commission compared to the previous year. Total assets increased by \$1,037,090 mainly due to an increase in grants and loans receivable and the purchase of capital assets. Total Net Position for the years ending June 30, 2024 and 2023 was (\$7,814) and \$406,569, respectively.

| Governmental Activities | 2024 | 2023 |
|--|----------------------|----------------------|
| Assets | | |
| Total cash and cash equivalents | \$ 2,349,539 | \$ 2,216,747 |
| Accounts receivable | 4,817,508 | 3,626,342 |
| Prepaid expenses | 313 | 59,004 |
| Other assets | 110,919 | 168,579 |
| Loans receivable | 6,338,666 | 6,354,349 |
| Capital assets, net of accum. amortization | <u>6,782,658</u> | <u>6,937,492</u> |
| Total Assets | <u>20,399,603</u> | <u>19,362,513</u> |
| Liabilities | | |
| Accounts payable | 3,123,764 | 2,054,526 |
| Accrued salaries and fringe benefits | 566,702 | 305,580 |
| Grant advances | 1,602,677 | 1,883,547 |
| Unearned revenue | 568,303 | 655,187 |
| Notes payable - PIDA/SBF loan programs | 2,854,831 | 2,988,893 |
| Accrued liabilities | 133,493 | 69,543 |
| Loan payable | 709,325 | - |
| Lease liability | 5,966,508 | 6,237,548 |
| Unearned revenues of revolving loan funds | <u>4,881,814</u> | <u>4,761,120</u> |
| Total Liabilities | <u>\$ 20,407,417</u> | <u>\$ 18,955,944</u> |
| Net Position | <u>\$ (7,814)</u> | <u>\$ 406,569</u> |

- **Statement of Activities** provides information on the Commission's programs by functions and the revenues generated or used to support program-related activities. This statement generally is a balanced statement for the Governmental Activities. Total governmental activity expenses equal \$19,055,014 as of June 30, 2024 as compared to \$11,200,717 as of June 30, 2023. The net increase of \$7,854,297 is due mainly to a net increase in local government and other programs and the highway and transit planning program activities related to Federal Highway Administration, Regional Traffic Signal, and Economic Development Administration program funding.

| Summary | Total Expenses | Operating Grants and Contributions | Governmental Activities | 2023 |
|----------------------------------|----------------|--|----------------------------|----------------|
| Total governmental activities | \$ 19,055,014 | \$ 15,118,796 | \$ (3,936,218) | \$ (2,423,960) |
| Total general revenues | | | (3,521,835) | (2,373,085) |
| Change in Net Position | | | (414,383) | (50,875) |
| Net position - beginning of year | | | 406,569 | 457,444 |
| Net position - end of year | | | \$ (7,814) | \$ 406,569 |

- Balance Sheet – Governmental Funds** reports information about the Commission Governmental Funds activities and details changes in the Commission’s financial position. This report includes all assets, liabilities, and unrestricted fund balance as of June 30, 2024 and reports financial information for the Southwestern Pennsylvania Corporation General Fund as the administrative arm of the Commission, and the Southwestern Pennsylvania Commission Special Revenue Fund, which receives federal and state grant funding to support its planning activities, and which are transferred out to the General Fund to pay expenditures. The Special Revenue Fund maintains the Commission program grant advances received and restricted for program expenses. Accounts receivable reflect program grant funds due relating to the various planning and economic development programs undertaken by the Commission.
- Statement of Revenues, Expenditures, and Changes in Fund Balance – Governmental Funds** reports information using the current financial resources measurement focus and the modified accrual basis of accounting, which is most commonly found with a quasi-governmental entity. The overall financial health of the Commission is a product of its ability to secure federal, state, local, and private financial assistance grants to move project studies forward. There was sufficient program funding to support program activities with an increase in federal and state grant revenues and expenditures of \$6,342,040 compared to the prior year. The increase is due mainly to Economic Development Administration funding received as well as a net increase in Federal Transit Administration program funding and activities.

| <u>Governmental Funds</u> | <u>2024</u> | <u>2023</u> |
|---------------------------------------|-------------------|---------------------|
| Revenues | | |
| Federal Grants | \$ 13,335,347 | \$ 7,253,481 |
| State Grants | 1,783,450 | 1,523,276 |
| Member Contributions | 932,867 | 902,004 |
| In-Kind Contributions | 1,994,218 | 976,140 |
| Contributions | 483,966 | 313,419 |
| Fees and other | 110,784 | 181,522 |
| Total Revenues | <u>18,640,632</u> | <u>11,149,842</u> |
| Expenditures | | |
| | <u>19,786,475</u> | <u>18,976,889</u> |
| Other Financing Sources (Uses) | | |
| Transfers in | 19,310,267 | 11,736,554 |
| Transfers out | (19,310,267) | (11,736,554) |
| Loan proceeds | 750,000 | - |
| Leases | 574,579 | 7,076,228 |
| | <u>1,324,579</u> | <u>7,076,228</u> |
| Net Change in Fund Balance | <u>\$ 178,736</u> | <u>\$ (750,819)</u> |

FISCAL YEAR 2025 AND THE FUTURE

For fiscal year 2025, the Commission will continue to follow a strategy of pursuing discretionary infrastructure, economic development, community development, and environmental grants on behalf of the Southwestern Pennsylvania region. With the unprecedented availability of Federal funding for projects in transportation, water resources, energy, community development and other programmatic areas, Southwestern Pennsylvania is uniquely positioned to benefit from aggressively pursuing competitive grant opportunities. The Commission will serve as a lead agency in developing a consensus-based regional approach (seen by State and Federal sponsors as the most effective methodology) to address needs in all 10 counties and the City of Pittsburgh. Success in this endeavor will be based on proactive engagement by the regional stakeholders and the adequate resourcing of the Commission to secure and manage these critical grants.

Economic and Workforce Development

The Commission is designated by the U.S. Appalachian Regional Commission (ARC) as the Local Development District and by the U.S. Department of Commerce's Economic Development Administration (EDA) as the Economic Development District for Southwestern Pennsylvania. The Commission members play a lead role in identifying priority needs of local communities to foster economic development, to target and meet the most pressing needs, and to build community cohesion and leadership. This department is responsible for providing information to update

portions of the Comprehensive Economic Development Strategy (CEDS) plan and Long Range Plan (LRP) known as SmartMoves.

The Economic and Workforce Development department at the Commission provides technical assistance to applicants on EDA, ARC and other state and federal programs. Under ARC, the Commission serves as the regional entity to review and move forward millions of dollars in ARC Area Development applicant projects for voting. These projects are reviewed, and submitted to DCED and ARC for application review. If selected, applicants will complete a full application to apply for ARC funding.

The Commission is the Southwestern Pennsylvania regional coordinator for the Partnership for Regional Economic Performance (PREP) program. The Commission's PREP program is designed to integrate the delivery system historically served by the following core service providers: Industrial Resource Centers (IRCs), Industrial Development Organizations (IDOs), Local Development Districts (LDDs), and Small Business Development Centers (SBDCs).

Under PREP, the Commission's Economic and Workforce Development operations include Business Finance, Export Development, and the Procurement Technical Assistance Center (PTAC). Programs are developed to encourage business growth, increase regional competitiveness, and ultimately result in job creation and retention.

The Commission is the Southwestern Pennsylvania regional coordinator for the Engage! program. *Engage!* is a statewide business retention and expansion program designed to regularly and proactively interact with targeted companies and connects business to the right local resources. Engage! allows for regional partners to develop a direct relationship with local businesses to fully understand needs and concerns. Engage is supported by regional partners including Economic Development Organizations (EDOs), Workforce Investment Boards (WIBs), Industrial Resource Centers (IRCs), Industrial Development Organizations (IDOs), Local Development Districts (LDDs), and Small Business Development Centers (SBDCs).

In FY 2024, the Commission will continue to invest in entrepreneurial and business development strategies that strengthens the region. The Commission will provide technical assistance in the field of international business development, government marketing, business financing, and in other activities. The Commission will continue to provide significant support in planning activities, stakeholder engagement, business support and grant technical assistance working to help promote and grow the southwestern Pennsylvania region.

Transportation Planning

As the Metropolitan Planning Organization (MPO) for the region, the Commission is required by federal law to develop and regularly update several transportation planning and programming documents, including a Long Range Plan (LRP), which establishes the long term vision, goals, and strategies for the region; the Transportation Improvement Program (TIP), which details the highest transportation project and program priorities of the region over a four-year period; and

the Unified Planning Work Program (UPWP), which identifies the regional transportation planning activities to be conducted within each state fiscal year.

The Commission uses a continuing, cooperative, and comprehensive planning process to fulfill its transportation planning role for the region. Local transportation service providers, transit agencies, airport authorities, maritime operators, rail-freight operators, pedestrian and bicycle advocates, port operators, municipal officials, the business community, and the public are all partners in the development and implementation of the regional Transportation Improvement Program (TIP). In addition, PennDOT, the Federal Highway Administration (FHWA), and Federal Transit Administration (FTA) are important partners in the design, funding, and implementation of the TIP for the region.

Recognizing that the transportation system not only provides for the mobility of people and goods, but also affects patterns of growth and economic activity through accessibility to land, the Commission transportation planning process works to identify strategies that advance the long-term transportation, community development, and economic goals of the region. The integration of transportation and economic development planning requires cooperation with local municipalities, member counties, and other MPOs and planning entities in adjoining regions.

The Transportation Planning department contains the Transportation Program Development, Transit, Safety and Operations, and Transportation Demand Management divisions. The activities of these divisions are described at length in the UPWP, but include in addition to the above: programming in coordination with the state (the Local Technical Assistance Program (LTAP)), regional planning priorities (corridor studies, road safety audits), and the operation of the CommuteInfo Vanpool/Carpool program

In FY 2024/2025 and beyond, the Commission will continue its federally mandated MPO duties and provide technical assistance to members, local governments, and other stakeholders. It will continue its robust public engagement efforts and, in addition, it will serve as the regional leader in convening planning partners to solve complex transportation issues and bring innovative solutions to critical regional issues surrounding transportation, community and economic development, and broadband internet connectivity.

Strategic Initiatives and Policy

The Strategic Initiatives and Policy department covers a wide range of areas focused on setting our region up for all-encompassing success. Using the goals and strategies set forth in the Long Range Plan (LRP) and other planning documents as a guide, the Department works with external stakeholders to find innovative solutions to advance our priorities. A robust engagement program with policymakers is critical to the Region's advancement and the Strategic Initiatives and Policy Department leads this effort, hosting numerous discussions with regional leaders throughout the year.

The Department also leads the Commission's environmental planning, which is the regional leader in its field. As the recipient of a \$1 million planning grant from the Environmental

Protection Administration (EPA), the Commission's Strategic Initiatives and Policy department has spent much of the past 18 months developing a Climate Action Plan for the region. The Department conducts regular engagement with affected stakeholders to ensure our planning efforts are comprehensive. This work mirrors the continuing planning efforts of the Water Resource Center (WRC) which is also a part of the Strategic Initiatives and Policy Department. The WRC promotes regional collaboration on water projects including stormwater, wastewater, and flooding.

The Strategic Initiatives and Policy Department also supervises numerous other focuses that respond to the pressing questions of the moment, including Broadband, Electric Vehicle infrastructure, freight infrastructure, and commercial and recreational river commerce.

SOUTHWESTERN PENNSYLVANIA COMMISSION

STATEMENT OF NET POSITION

JUNE 30, 2024

(With Comparative Totals at June 30, 2023)

| Assets | Governmental Activities | 2023 |
|---|----------------------------|-------------------|
| Cash and cash equivalents: | | |
| Operating | \$ 309,593 | \$ 96,613 |
| Restricted | 540,418 | 506,490 |
| Revolving loan funds: | | |
| Uncommitted | 1,499,528 | 1,613,644 |
| Total cash and cash equivalents | 2,349,539 | 2,216,747 |
| Accounts receivable | 4,817,508 | 3,626,342 |
| Prepaid expenses | 313 | 59,004 |
| Other assets | 110,919 | 168,579 |
| Loans receivable: | | |
| Appalachian Regional Commission - RLF | 1,814,644 | 1,923,774 |
| Economic Development Administration - RLF | 801,505 | 941,669 |
| Economic Development Administration - RLF CARES Act | 867,686 | 500,013 |
| PIDA/SBF Loan Fund | 2,854,831 | 2,988,893 |
| Total loans receivable | 6,338,666 | 6,354,349 |
| Capital assets, net of accumulated depreciation | 6,782,658 | 6,937,492 |
| Total Assets | 20,399,603 | 19,362,513 |
| Liabilities | | |
| Accounts payable | 3,123,764 | 2,054,526 |
| Accrued salaries and fringe benefits | 566,702 | 305,580 |
| Grant advances | 1,602,677 | 1,883,547 |
| Unearned revenue | 568,303 | 655,187 |
| Notes payable - PIDA/SBF loan programs | 2,854,831 | 2,988,893 |
| Accrued liabilities | 133,493 | 69,543 |
| Loan payable - Due within one year | 50,231 | - |
| Lease liability - Due within in one year | 872,139 | 592,201 |
| Loan payable - Due in more than one year | 659,094 | - |
| Lease liability - Due in more than one year | 5,094,369 | 5,645,347 |
| Unearned revenues of revolving loan funds | 4,881,814 | 4,761,120 |
| Total Liabilities | 20,407,417 | 18,955,944 |
| Net Position | | |
| Invested in capital assets, net of related debt | 106,825 | 699,944 |
| Unrestricted | (114,639) | (293,375) |
| Total Net Position | \$ (7,814) | \$ 406,569 |

See accompanying notes to financial statements.

SOUTHWESTERN PENNSYLVANIA COMMISSION

STATEMENT OF ACTIVITIES

YEAR ENDED JUNE 30, 2024

(With Comparative Totals for Year Ended June 30, 2023)

| Functions/Programs | Total Expenses | Program Revenues | | Net (Expense) Revenue and Changes in Net Position | | 2023 |
|------------------------------------|----------------------|-------------------------|---------------------------------------|--|--------------------|--------------------|
| | | Charges for Services | Operating Grants and Contributions | Governmental Activities | Total | |
| Governmental Activities: | | | | | | |
| General | \$ 592,605 | \$ - | \$ - | \$ (592,605) | \$ (592,605) | \$ (577,647) |
| Highway, transit planning | 9,030,097 | - | 7,872,988 | (1,157,109) | (1,157,109) | (891,670) |
| Special projects | 293,577 | - | - | (293,577) | (293,577) | (68,810) |
| Economic development programs/prep | 9,138,735 | - | 7,245,808 | (1,892,927) | (1,892,927) | (885,833) |
| Total government activities | \$ 19,055,014 | \$ - | \$ 15,118,796 | (3,936,218) | (3,936,218) | (2,423,960) |
| General revenues: | | | | | | |
| Commission member contributions | | | | 932,867 | 932,867 | 902,004 |
| Loan program fees | | | | - | - | 100,277 |
| Interest income and other | | | | 110,784 | 110,784 | 81,245 |
| Contributions | | | | 483,966 | 483,966 | 313,419 |
| In-kind contributions | | | | 1,994,218 | 1,994,218 | 976,140 |
| Total general revenues | | | | 3,521,835 | 3,521,835 | 2,373,085 |
| Change in Net Position | | | | (414,383) | (414,383) | (50,875) |
| Net position - beginning of year | | | | 406,569 | 406,569 | 457,444 |
| Net position - end of year | | | | \$ (7,814) | \$ (7,814) | \$ 406,569 |

See accompanying notes to financial statements.

SOUTHWESTERN PENNSYLVANIA COMMISSION

BALANCE SHEET GOVERNMENTAL FUNDS

JUNE 30, 2024
(With Comparative Totals at June 30, 2023)

| Assets | Southwestern Pennsylvania Corporation General Fund | Southwestern Pennsylvania Commission Special Revenue Fund | Total | 2023 |
|---|--|---|----------------------|----------------------|
| Cash and cash equivalents: | | | | |
| Operating | \$ 309,593 | \$ - | \$ 309,593 | \$ 96,613 |
| Restricted | 75,609 | 464,809 | 540,418 | 506,490 |
| Revolving loan funds: | | | | |
| Uncommitted | 1,499,528 | - | 1,499,528 | 1,613,644 |
| Total cash and cash equivalents | 1,884,730 | 464,809 | 2,349,539 | 2,216,747 |
| Accounts receivable | 1,794 | 4,815,714 | 4,817,508 | 3,626,342 |
| Prepaid expenses | 313 | - | 313 | 59,004 |
| Other assets | 110,919 | - | 110,919 | 168,579 |
| Loans receivable: | | | | |
| Appalachian Regional Commission - RLF | 1,814,644 | - | 1,814,644 | 1,923,774 |
| Economic Development Administration - RLF | 801,505 | - | 801,505 | 941,669 |
| Economic Development Administration - RLF CARES Act | 867,686 | - | 867,686 | 500,013 |
| PIDA/SBF Loan Fund | 2,854,831 | - | 2,854,831 | 2,988,893 |
| Due from Commission | 2,550,763 | - | 2,550,763 | 1,097,179 |
| Total Assets | \$ 10,887,185 | \$ 5,280,523 | \$ 16,167,708 | \$ 13,522,200 |
| Liabilities and Fund Balance | | | | |
| Liabilities: | | | | |
| Accounts payable | \$ 3,123,764 | \$ - | \$ 3,123,764 | \$ 2,054,526 |
| Accrued salaries and fringe benefits | 566,702 | - | 566,702 | 305,580 |
| Grant advances | - | 1,602,677 | 1,602,677 | 1,883,547 |
| Unearned revenue | 29,503 | 538,800 | 568,303 | 655,187 |
| Notes payable - PIDA/SBF loan program | 2,854,831 | - | 2,854,831 | 2,988,893 |
| Accrued liabilities | - | 133,493 | 133,493 | 69,543 |
| Unearned revenues - revolving loan funds | 4,881,814 | - | 4,881,814 | 4,761,120 |
| Due to Corporation | - | 2,550,763 | 2,550,763 | 1,097,179 |
| Total Liabilities | 11,456,614 | 4,825,733 | 16,282,347 | 13,815,575 |
| Fund Balance: | | | | |
| Nonspendable: | | | | |
| Prepaid items | 313 | - | 313 | 59,004 |
| Unassigned | (569,742) | - | (569,742) | (807,169) |
| Assigned - Commission Projects | - | 454,790 | 454,790 | 454,790 |
| Total Fund Balance | (569,429) | 454,790 | (114,639) | (293,375) |
| Total Liabilities and Fund Balance | \$ 10,887,185 | \$ 5,280,523 | \$ 16,167,708 | \$ 13,522,200 |

See accompanying notes to financial statements.

SOUTHWESTERN PENNSYLVANIA COMMISSION

STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE GOVERNMENTAL FUNDS

YEAR ENDED JUNE 30, 2024

(With Comparative Totals for Year Ended June 30, 2023)

| | Southwestern Pennsylvania Corporation General Fund | Southwestern Pennsylvania Commission Special Revenue Fund | Total | 2023 |
|--|--|---|--------------------|--------------------|
| Revenues: | | | | |
| Federal grants | \$ - | \$ 13,335,347 | \$ 13,335,347 | \$ 7,253,481 |
| State grants | - | 1,783,450 | 1,783,450 | 1,523,276 |
| SPC member contributions | - | 932,867 | 932,867 | 902,004 |
| In-kind service contributions | - | 1,994,218 | 1,994,218 | 976,140 |
| Contributions | 191,979 | 291,987 | 483,966 | 313,419 |
| Loan program fees | - | - | - | 100,277 |
| Interest income and other | - | 110,784 | 110,784 | 81,245 |
| Total revenues | 191,979 | 18,448,653 | 18,640,632 | 11,149,842 |
| Expenditures: | | | | |
| Salaries and employee benefits | 5,528,501 | - | 5,528,501 | 5,359,628 |
| Contractual | 8,690,735 | - | 8,690,735 | 2,762,698 |
| Printing and publications | 16,613 | - | 16,613 | 18,317 |
| Telephone | 48,984 | - | 48,984 | 46,221 |
| Postage | 849 | - | 849 | 1,887 |
| Supplies | 297,017 | - | 297,017 | 303,684 |
| In-kind services - match | 1,994,218 | - | 1,994,218 | 976,140 |
| Travel | 105,813 | - | 105,813 | 84,117 |
| Equipment and computer services | 270,912 | - | 270,912 | 210,818 |
| Temporary personnel | 12,962 | - | 12,962 | 7,914 |
| Books, dues, and subscriptions | 357,555 | - | 357,555 | 299,031 |
| Legal/audit | 276,011 | - | 276,011 | 246,952 |
| Rent | 620,279 | - | 620,279 | 689,884 |
| Insurance | 48,023 | - | 48,023 | 73,919 |
| Meetings | 49,589 | - | 49,589 | 28,679 |
| Training and development | 44,044 | - | 44,044 | 39,953 |
| Capital expenditures | 844,627 | - | 844,627 | 7,827,047 |
| Debt Service: | | | | |
| Principal retirement of loan and leases | 498,065 | - | 498,065 | - |
| Interest on loan and leases | 81,678 | - | 81,678 | - |
| Total expenditures | 19,786,475 | - | 19,786,475 | 18,976,889 |
| Excess (Deficiency) of Revenues Over Expenditures | (19,594,496) | 18,448,653 | (1,145,843) | (7,827,047) |
| Other Financing Sources (Uses): | | | | |
| Transfers in | 18,879,460 | 430,807 | 19,310,267 | 11,736,554 |
| Transfers out | (430,807) | (18,879,460) | (19,310,267) | (11,736,554) |
| Loan proceeds | 750,000 | - | 750,000 | - |
| Leases | 574,579 | - | 574,579 | 7,076,228 |
| Total other financing sources (uses) | 19,773,232 | (18,448,653) | 1,324,579 | 7,076,228 |
| Net Change in Fund Balance | 178,736 | - | 178,736 | (750,819) |
| Fund Balance: | | | | |
| Beginning of year | (748,165) | 454,790 | (293,375) | 457,444 |
| End of year | \$ (569,429) | \$ 454,790 | \$ (114,639) | \$ (293,375) |

See accompanying notes to financial statements.

SOUTHWESTERN PENNSYLVANIA COMMISSION

RECONCILIATION OF THE BALANCE SHEETS OF GOVERNMENTAL FUNDS TO THE STATEMENTS OF NET POSITION

YEARS ENDED JUNE 30, 2024 AND 2023

| | 2024 | 2023 |
|--|--------------|--------------|
| Total Fund Balances - Governmental Funds | \$ (114,639) | \$ (293,375) |
| Amounts reported for governmental activities in the statements of net position are different because: | | |
| Capital assets and right-of-use leased assets are recorded as expenditures in the governmental fund financial statements but are recorded as assets in the government-wide financial statements. | 6,782,658 | 6,937,492 |
| Long-term liabilities that are not due and payable in the current period and, therefore, are not reported in the funds (leases and loan payable). | (6,675,833) | (6,237,548) |
| Total Net Position - Governmental Activities | \$ (7,814) | \$ 406,569 |

RECONCILIATION OF THE STATEMENTS OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE OF GOVERNMENTAL FUNDS TO THE STATEMENTS OF ACTIVITIES

YEARS ENDED JUNE 30, 2024 AND 2023

| | 2024 | 2023 |
|--|--------------|--------------|
| Net Change in Fund Balance - Governmental Funds | \$ 178,736 | \$ (750,819) |
| Amounts reported for governmental activities in the statements of activities are different because: | | |
| The issuance of lease/loan obligations is a revenue, while repayment of lease principal is an expenditure in the governmental funds, but repayment reduces long-term liabilities in the statement of net position. This amount is the net effect of these differences. | (438,285) | (5,882,983) |
| Governmental funds report capital outlays as expenditures. Depreciation/amortization of capital assets are not recorded as expenditures in the governmental fund financial statements but are recorded as expenses in the government-wide financial statements. | | |
| Right-of-use asset additions | \$ 574,579 | |
| Capital asset additions | 270,048 | |
| Less: amortization expense | (999,461) | |
| Less: depreciation expense | - | (154,834) |
| | | 6,582,927 |
| Change in Net Position of Governmental Activities | \$ (414,383) | \$ (50,875) |

See accompanying notes to financial statements.

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

1. Reporting Entity and Organization

Reporting Entity

The Southwestern Pennsylvania Commission (Commission) is a voluntary organization comprising the ten Counties of Allegheny, Armstrong, Beaver, Butler, Fayette, Greene, Indiana, Lawrence, Washington, and Westmoreland, as well as the City of Pittsburgh. It was created under the Regional Planning Law, May 29, 1956, P.L. 1845, as amended, Section 3 of the Intergovernmental Cooperation Act, Number 180, July 12, 1972. The general purpose to be accomplished through the establishment of the Commission is to foster cooperative planning and coordinated effort among local government jurisdictions in southwestern Pennsylvania and to serve as a forum for the discussion of their common problems and aspirations. In keeping with this general purpose, the Commission maintains active programs of transportation planning and programming, economic development planning, and technical assistance to local governments.

The Commission consists of sixty-one voting individuals called Commissioners, which represent the Members of the Commission, the Pennsylvania Department of Transportation, the Governor's Office, the Pennsylvania Department of Community and Economic Development, the Pittsburgh Regional Transit, and the Transit Operators Committee. The Commission is managed by Officers elected by the Board of Commissioners (Board).

The Commission has retained the Southwestern Pennsylvania Corporation (Corporation), a blended component unit, to conduct studies and render services and to perform its administrative functions. All administrative costs and the costs associated with studies or services provided by the Corporation on behalf of the Commission are allocated directly or by an indirect cost allocation plan. The activities of the Corporation are discussed below.

The Commission maintains an ongoing program of assistance to local governments. It is intended to help local elected officials improve management techniques and fiscal practices which will result in more efficient municipal operations. These intentions are accomplished by producing practical reference manuals, conducting workshops, and furnishing services directly to community officials on a selective basis.

As the designated Metropolitan Planning Organization, the Commission develops a comprehensive transportation plan and a transportation improvement program for the southwestern Pennsylvania area. The scope of the planning and programming process includes highways, bridges, transit, and airport system elements. Projects must originate in the plan and be consistent with the program to qualify for federal funding. The Commission

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

receives the majority of its funding from the Pennsylvania Department of Transportation as pass-through funds from the U.S. Department of Transportation.

The Commission contributes to the ongoing economic development effort in the region by sponsoring transportation-related economic impact studies, when warranted, and by providing technical support services to existing economic development agencies so that they can perform their roles more effectively.

The Commission is exempt from federal income tax as a governmental entity defined in Section 115(2) of the Code.

In accordance with accounting principles generally accepted in the United States of America the Commission is defined as a primary government. Consistent with applicable guidance, the criteria used by the Commission to evaluate the possible inclusion of related entities within its reporting entity are financial accountability and the nature and significance of the relationship. In determining financial accountability in a given situation, the Commission reviews the applicability of the following criteria:

The Commission is financially accountable for:

1. Organizations that make up the legal entity.
 2. Legally separate organizations if the Commission appoints a voting majority of the organizations' governing body and the Commission is able to impose its will on the organization or if there is a potential for the organization to provide specific financial benefits to, or impose specific financial burdens on, the Commission.
 - a. Impose its Will - If the Commission can significantly influence the programs, projects, or activities of, or the level of services performed or provided by, the organization.
 - b. Financial Benefit or Burden - Exists if the Commission (1) is entitled to the organization's resources, (2) is legally obligated or has otherwise assumed the obligation to finance the deficits of, or provide support to, the organization, or (3) is obligated in some manner for the debt of the organization.
 3. Organizations that are fiscally dependent on the Commission. Fiscal dependency is established if the organization is unable to adopt its budget, levy taxes, or set rates or charges, or issue bonded debt without approval by the Commission.
-

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

Following is a brief description of the component unit, the Southwestern Pennsylvania Corporation (Corporation), meeting the above criteria, which is included within the financial reporting entity as a blended presentation. The blended presentation is required when a component unit is so closely related to the primary government that it is, in substance, the same as the primary government, such as when the component unit's governing body is substantively the same as the governing body of the primary government or the component unit provides services entirely to, or almost entirely, or exclusively, or almost exclusively, indirectly benefits the primary government. The component unit of the Commission is reported as the General Fund and is presented as a blended component unit because the Commission appoints the voting majority of their Board, the Commission can impose its will on the component unit, and a financial benefit or burden exists.

The Corporation was incorporated on November 1, 2010, for civic, charitable, literary, and educational purposes. The Corporation provides services to the Commission, which includes conducting studies and performing administrative functions. The Corporation's members include the voting members of the Commission as described above. The Corporation is managed by directors elected by the members. These financial statements include the financial position and the results of operations of both the Commission and the Corporation, collectively referred to as SPC.

The Corporation is the administrator of the Local Development District serving the member counties. In that capacity, the Corporation offers an array of financial, marketing, and strategic support services directed toward businesses and municipalities including the Appalachian Regional Commission - Revolving Loan Fund (ARC/RLF), Economic Development Administration – Revolving Loan Fund (EDA/RLF), Economic Development Administration – Revolving Loan Fund CARES Act, and the Small Business First Loan Fund (SBF). ARC/RLF, EDA/RLF, and the SBF are programs to provide low-interest loans to small businesses to achieve economic benefits in the service area.

The Corporation has been determined to be exempt from federal income tax under the provisions of Section 501(c)(3) of the Internal Revenue Code (Code) and has further been classified as an organization which is not a private foundation in accordance with Section 509(a)(3) of the Code. Because the appointment of a controlling majority of the members of the Corporation's governing body consists of local government officials, the Corporation is considered a government organization for financial reporting purposes.

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

2. Summary of Significant Accounting Policies

Basis of Presentation

The government-wide financial statements (i.e., the statement of net position and the statement of activities) report information on all of the activities of SPC. For the most part, the effect of interfund activity has been removed from these statements. Governmental activities, which normally are supported by intergovernmental revenues, are reported separately from business-type activities, which rely to a significant extent on fees and charges for support. SPC has no business-type activities.

The statement of net position presents the financial condition of the governmental activities of SPC as of year-end. All net position is considered unrestricted as of June 30, 2024, as there are no external restrictions on net position, or amounts invested in capital assets.

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment is 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. Other items not properly included among program revenues are reported instead as general revenues. Separate financial statements are provided for governmental funds.

Measurement Focus, Basis of Accounting, and Financial Statement Preparation

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. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting.

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

Grants and member contributions associated with the current fiscal period are all considered to be susceptible to accrual and so have been recognized as revenues of the current fiscal period. All other revenue items are considered to be measurable and available only when cash is received by the government.

The accounts of SPC are organized on the basis of funds, each of which is considered to be a separate accounting entity. The operations of each fund are accounted for by providing a separate set of self-balancing accounts that comprise its assets, liabilities, fund equity, revenues, and expenditures or expenses, as appropriate.

SPC reports the following major governmental funds:

The General Fund is the Corporation's primary operating fund. It accounts for all financial resources of the Corporation. The Corporation is considered the administrative arm of the Commission and provides the Commission with personnel to work on Commission projects and pays bills on behalf of the Commission. The Commission in return reimburses the Corporation for the above services. This reimbursement is reflected as an operating transfer out on the Commission Special Revenue Fund and an operating transfer in on the Corporation General Fund.

The Commission Special Revenue Fund accounts for proceeds of specific revenue sources that are legally restricted to expenditures for specified purposes.

Receivables

Loans receivable are recorded at the time amounts are disbursed to the borrower. A loan is written off at the time the Corporation determines that a loan is not collectible and upon approval from the sponsoring agency.

Prepaid

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items in both government-wide and fund financial statements.

Other Assets

Other assets represent security deposits paid by the Commission for use of credit cards issued for the flexible spending account and for the new office space, as well as a deposit paid for furniture purchased for the new office space.

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

Unearned Revenue and Grant Advances

Grant advances consists of grant funds received prior to incurring eligible expenditures. Unearned revenue consists of interest earned and loan program fees on the revolving loan funds are unearned in accordance with grant provisions until needed.

Capital Assets

Capital assets are defined by the government as assets with an initial, individual cost of more than \$5,000. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed and depreciated using the straight-line method over their estimated useful lives. Donated capital assets are recorded at estimated fair market value at the date of donation.

Equipment purchased under programs where the grantor retains title to the fixed asset is not capitalized. Instead, the cost of the equipment is charged to the program when purchased.

Leases

The Commission is a lessee for a noncancellable lease of office space. The Commission recognizes a lease liability and an intangible right-of-use lease asset (lease asset) in the government-wide financial statements.

The Commission measures the lease liability at the present value of payments expected to be made during the lease term. Subsequently, the lease liability is reduced by the principal portion of lease payments made. The lease asset is initially measured as the initial amount of the lease liability, adjusted for lease payments made at or before the lease commencement date, plus certain initial direct costs. Subsequently, the lease asset is amortized on a straight-line basis over its useful life.

Key estimates and judgments related to leases include how the Commission determines (1) the discount rate it uses to discount the expected lease payments to present value, (2) lease term, and (3) lease payments.

- The Commission uses the interest rate charged by the lessor as the discount rate. When the interest rate charged by the lessor is not provided, the Commission generally uses its estimated incremental borrowing rate as the discount rate for leases.

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

- The lease term includes the noncancellable period of the lease. Lease payments included in the measurement of the lease liability are composed of fixed payments and purchase option price that the Commission is reasonably certain to exercise.

The Commission monitors changes in circumstances that would require a remeasurement of its lease and will remeasure the lease asset and liability if certain changes occur that are expected to significantly affect the amount of the lease liability.

Lease assets are reported with capital assets and lease liabilities are reported with leases payable on the statements of net position.

Compensated Absences

It is SPC's policy to permit employees to accumulate earned but unused vacation and sick pay benefits. There is no liability for unpaid accumulated sick leave since SPC does not have a policy to pay any amounts when employees separate from service with the corporation. All vacation pay is accrued when earned in the government-wide financial statements. A liability for these amounts is reported in governmental funds when earned.

Cash and Cash Equivalents

The Commission's cash and cash equivalents are considered to be cash on hand, demand deposits, and short-term investments with original maturities of three months or less from the date of acquisition.

In-Kind Contributions

In-kind contributions include services provided by various organizations which are recorded at estimated value and board members' time which is recorded at predetermined rates applied on an hourly basis. The services are recognized when the in-kind support is characterized as integral to operations.

Use of Estimates in the Preparation of Financial Statements

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 at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

Fund Balance

In the fund financial statements, governmental funds report fund balance in categories based on the level of restriction placed upon the funds. These levels are as follows:

- Nonspendable – This category represents funds that are not in spendable form and includes such items as prepaid expenditures.
- Restricted – This category represents funds that are limited in use due to constraints on purpose and circumstances of spending that are legally enforceable by outside parties.
- Committed – This category represents funds that are limited in use due to constraints on purpose and circumstances of spending imposed by the board. Such commitment is made via a board resolution and must be made prior to the end of the fiscal year. Removal of this commitment requires a board resolution. SPC currently does not have any committed funds.
- Assigned – This category represents intentions of the board to use the funds for specific purposes. Such assignment are made by the Finance Director, but approval is obtained from the board for all such assignments.
- Unassigned – This category represents all other funds not otherwise defined.

SPC's policy is to use funds in the order of the most restrictive to the least restrictive.

Classification of Net Position

The government-wide and proprietary fund financial statements are required to classify net position into three components – net investment in capital assets; restricted; and unrestricted. These classifications are defined as follows:

- Net investment in capital assets – This component of net position consists of capital assets, net of accumulated depreciation, and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets.
 - Restricted – This component of net position consists of constraints placed on assets through external restrictions, reduced by liabilities related to those assets.
-

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

- Unrestricted – This component of net position consists of assets that do not meet the definition of “restricted” or “net investment in capital assets.”

Budgets and Budgetary Accounting

The General Fund and the Special Revenue Fund do not have legally adopted budgets that would require separate budgetary comparison schedules. Budgetary control for certain SPC programs is maintained through enforcement of the related grant provisions.

Adopted Pronouncements

The following Governmental Accounting Standards Board (GASB) statement was adopted for the year ended June 30, 2024: Statement No. 100 (Accounting Changes and Error Corrections). This statement had no significant impact on SPC’s financial statements for the year ended June 30, 2024.

Pending Pronouncements

GASB has issued statements that will become effective in future years, including Statement Nos. 101 (Compensated Absences), 102 (Certain Risk Disclosures), 103 (Financial Reporting Model Improvements), and 104 (Disclosure of Certain Capital Assets). Management has not yet determined the impact of these statements on the financial statements.

Subsequent Events

Subsequent events have been evaluated through the Independent Auditor’s Report date, which is the date the financial statements were available to be issued.

3. Cash and Cash Equivalents

Pennsylvania statutes provide for investment of governmental funds into certain authorized investment types including U.S. Treasury bills, other short-term U.S. and Pennsylvania government obligations, short-term commercial paper issued by a public corporation, banker’s acceptances, insured or collateralized time deposits, and certificates of deposit. The statutes allow pooling of governmental funds for investment purposes.

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

The deposit and investment policy of SPC adheres to state statutes. Deposits are maintained in demand accounts. There were no deposit or investment transactions during the year that were in violation of either the state statutes or the policy of SPC.

As of year-end, SPC does not hold any investments; as such, the following is a description of SPC's deposit risk:

Custodial Credit Risk – Custodial credit risk is the risk that in the event of a bank failure, SPC's deposits may not be returned to it. SPC does not have a formal deposit policy for custodial credit risk. As of June 30, 2024, \$1,913,940 of SPC's bank balance of \$2,413,940 was exposed to custodial credit risk, which is collateralized in accordance with Act 72 of the Pennsylvania state legislature, which requires the institution to pool collateral for all governmental deposits and have the collateral held by an approved custodian in the institution's name. These deposits have a carrying amount of \$2,349,539 as of June 30, 2024, of which \$1,499,528 is reported as revolving loan funds in the statement of net position.

Committed revolving loan funds cash and cash equivalents represent amounts approved for loans under the ARC/RLF, EDA/RLF, or SBF but not yet disbursed to the borrower. There were no committed RLF funds as of June 30, 2024. Uncommitted cash and cash equivalents include approximately \$494,000 of net loan fees paid by borrowers and held for future administrative costs.

Restricted cash for the Corporation represents amounts contributed for specific purposes. Restricted cash for the Commission represents contributed or grant funding that has been deferred because it has not yet been spent for its intended purpose.

4. Pension Plan

SPC has a noncontributory, defined contribution pension plan (Plan) for all employees eligible to participate in the Plan. The contribution for the year ended June 30, 2024 was \$204,656. The Plan Trustee administrative fees were \$37,608. The funding policy is to contribute 7% of the employees' salaries plus a supplemental amount for employees in the Plan prior to 1985. All employees are 100% vested once three years of service are completed.

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

5. Accounts Receivable

Accounts receivable consist of the following:

| | |
|--|---------------------|
| Pennsylvania Department of Transportation | \$ 2,232,883 |
| Pennsylvania Department of Community and Economic Development | 611,287 |
| Appalachian Regional Commission | 307,012 |
| Federal Transit Administration | 102,888 |
| Economic Development Administration | 1,457,166 |
| Environmental Protection Agency | 62,879 |
| Other | 43,393 |
| | <u>\$ 4,817,508</u> |

No allowance for doubtful accounts has been established for accounts receivable as it is expected to be fully collectible.

6. Loans Receivable

Following is a roll forward of loans outstanding under the ARC/RLF, EDA/RLF, EDA/RLF CARES Act, and PIDA/SBF for the year ended June 30, 2024:

| | ARC/RLF | EDA/RLF | EDA/RLF CARES Act | PIDA/SBF |
|---|---------------------|-------------------|----------------------|---------------------|
| Balance at June 30, 2023 | \$ 1,923,774 | \$ 941,669 | \$ 500,013 | \$ 2,988,893 |
| Add back monies in escrow at June 30, 2023 | - | - | - | - |
| Less monies in escrow at June 30, 2023 | - | - | - | - |
| Loans issued | 254,500 | 182,500 | 735,851 | - |
| Payments received | (363,630) | (322,664) | (368,178) | (134,062) |
| Loans written off | - | - | - | - |
| Balance at June 30, 2024 | <u>\$ 1,814,644</u> | <u>\$ 801,505</u> | <u>\$ 867,686</u> | <u>\$ 2,854,831</u> |
| Number of loans outstanding | <u>19</u> | <u>12</u> | <u>13</u> | <u>30</u> |

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

The above loans bear interest at rates ranging from 0% to 5.0% per annum. The outstanding loan balances range in amounts from \$650 to \$325,000 and mature through 2039.

Loans receivable - ARC/RLF consist of the outstanding balance of notes assigned to the Corporation via a Novation of the Pennsylvania Enterprise Development Revolving Loan Fund grant (ARC Contract Nos. PA-7752-B and PA-7752-B-R1), which was entered into between and among the Corporation, the Commonwealth of Pennsylvania, and the Appalachian Regional Commission on October 1, 1992, plus amounts disbursed for subsequent loans. The Corporation's obligation under these loans is to issue the loans under ARC/RLF guidelines, process payments, and employ valid collection efforts. If ARC/RLF loans are administered under the above guidelines, the Corporation will be relieved of any liability from delinquent loans by ARC.

Loans receivable - EDA/RLF CARES Act consist of outstanding loan balances awarded to borrowers via a federal grant from the U.S. Department of Commerce – Economic Development Administration to the Corporation via grant award number 01-79-15002. The purpose of the grant is to capitalize a revolving loan fund to alleviate sudden and severe economic dislocation caused by the coronavirus (COVID-19) pandemic, to provide permanent resources to support economic resiliency, and to further the long-term economic adjustment objectives of the region served by this award. The Corporation's obligation under this grant award is to issue loans in accordance with EDA/RLF guidelines, process payments, and employ valid loan collection efforts. If the EDA/RLF loans are administered under the above guidelines, the Corporation will be relieved of any obligation for delinquent loans.

Loans receivable - EDA/RLF consist of outstanding loan balances awarded to borrowers via a federal grant from the U.S. Department of Commerce – Economic Development Administration to the Corporation via grant award number 01-39-03634, amended, the purpose of which is to provide a revolving loan fund to assist in the retention, expansion, and inception of small business in the southwestern Pennsylvania region. The Corporation's obligation under this grant award is to issue loans in accordance with EDA/RLF guidelines, process payments, and employ valid loan collection efforts. If the EDA/RLF loans are administered under the above guidelines, the Corporation will be relieved of any obligation for delinquent loans. The recently enacted Reinvigorating Lending for the Future Act (the Act) authorizes EDA to release its federal interest in certain Revolving Loan Fund (RLF) awards that have operated satisfactorily for seven years beyond disbursement of grant funds. By authorizing EDA to release its federal interest in certain RLF awards, the Act will reduce RLF recipient administrative burden and allow RLF award funds to be used for broader economic development purposes. In a letter dated March 29, 2021, the Commission requested that

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

EDA release its federal interest in Investment Number 01-39-03634. The EDA approved the Commission's request and, as such, this RLF is no longer subject to the Uniform Guidance.

Loans receivable – PIDA/SBF consist of the outstanding balance of notes assigned to the Corporation on July 1, 1992, via an assignment of notes receivable agreement plus disbursements for subsequent loans less repayments. A new Master Loan Agreement for PIDA/SBF was entered into between SPC and Commonwealth of Pennsylvania Department of Community and Economic Development. This agreement is effective July 1, 2005. The Corporation's obligations under these loans are limited to administering the loans and to the assignment of collateral from the borrower. Principal and interest payments for the loans are made by the borrowers, on behalf of the Corporation, directly to the Commonwealth of Pennsylvania Department of Community and Economic Development.

7. Notes Payable – PIDA/SBF Loan Program

Notes payable – PIDA/SBF Loan Program consists of promissory notes between the Corporation and the Commonwealth of Pennsylvania Department of Community and Economic Development. This balance includes an assignment of notes receivable agreement plus notes for subsequent loans less repayments. Any difference between the loans receivable and notes payable arise due to cash on hand for loans approved but not yet disbursed at June 30, 2024.

8. Contingencies

SPC receives significant financial assistance from federal and state governmental agencies in the form of grants. The disbursement of such funds generally requires compliance with contract requirements and is subject to audit. Any disallowed costs that may arise, resulting from such audits, could become a liability of SPC. Management expects no disallowed costs at this time.

SPC is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; and natural disasters. SPC maintains insurance through an independent insurance carrier for these types of business losses. Settled claims for these risks have not exceeded commercial insurance coverage for the past three years. There have been no significant changes in insurance coverage since the prior fiscal year. Management believes the insurance coverage is sufficient to cover SPC against potential losses.

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

9. Capital Assets

A summary of changes in capital assets is as follows:

| | Balance at July 1, 2023 | Additions | Deletions | Balance at June 30, 2024 |
|--|----------------------------|---------------------|-------------|-----------------------------|
| <u>Capital assets</u> | | | | |
| Leasehold improvements | \$ 750,819 | \$ 270,048 | \$ - | \$ 1,020,867 |
| Right-of-use assets | 6,186,673 | 574,579 | - | 6,761,252 |
| Accumulated depreciation and amortization | - | (999,461) | - | (999,461) |
| Total capital assets, net | <u>\$ 6,937,492</u> | <u>\$ (154,834)</u> | <u>\$ -</u> | <u>\$ 6,782,658</u> |

10. Leases

During October 2022, the Commission entered into a 10-year lease for new office space with a four-month grace period on rent. Payments began in February 2023. Annual lease payments begin at approximately \$579,000 increasing each year to approximately \$692,000 at the end of the 10 years. SPC has made an accounting policy election to use its incremental borrowing rate to discount future lease payments. The weighted-average discount rate applied to calculate lease liabilities as of June 30, 2024 was 3.83%. As of June 30, 2024, the value of the lease liability was \$5,432,574. The value of the right-of-use asset as of June 30, 2024 was \$6,068,883 and had accumulated amortization of \$832,024.

SPC also has fifteen noncancelable leases for office equipment. Six of these agreements have a \$1 purchase option upon termination of the agreements. SPC has elected to use its estimated incremental borrowing rate to discount future lease payments. The weighted-average discount rate applied to calculate lease liabilities as of June 30, 2024 was 2.85%. As of June 30, 2024, the value of the lease liabilities totaled \$533,934. The value of the right-of-use assets as of June 30, 2024 totaled \$1,051,011 and had accumulated amortization of \$526,079.

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024

The future principal and interest lease payments as of June 30, 2024 were as follows:

| <u>Fiscal Year Ending June 30,</u> | <u>Principal</u> | <u>Interest</u> | <u>Total</u> |
|------------------------------------|---------------------|---------------------|---------------------|
| 2025 | \$ 872,139 | \$ 209,778 | \$ 1,081,917 |
| 2026 | 596,899 | 183,577 | 780,476 |
| 2027 | 561,037 | 162,121 | 723,158 |
| 2028 | 568,088 | 140,800 | 708,888 |
| 2029 | 606,951 | 118,439 | 725,390 |
| Thereafter | <u>2,761,394</u> | <u>219,430</u> | <u>2,980,824</u> |
| Totals | <u>\$ 5,966,508</u> | <u>\$ 1,034,145</u> | <u>\$ 7,000,653</u> |

11. Loans Payable

During fiscal year 2024, the Commission secured a loan of \$750,000 from Bridgeway Capital to cover build-out costs at the new office space. The note matures in August 2033 with a fixed interest rate of 10.00%, payable in monthly principal and interest payments of \$9,990, beginning in August 2023. The outstanding principal balance at June 30, 2024 was \$709,308, and is secured by the Commission's assets.

Future maturities are as follows:

| | |
|------------|-------------------|
| 2025 | \$ 50,231 |
| 2026 | 55,567 |
| 2027 | 61,470 |
| 2028 | 67,856 |
| 2029 | 75,209 |
| Thereafter | <u>398,991</u> |
| Totals | <u>\$ 709,325</u> |

Changes in long-term liabilities

Changes in the Commission's long-term liabilities for the year ended June 30, 2024 are as follows:

| | <u>Balance</u> | <u>Additions</u> | <u>Deletions</u> | <u>Balance End</u> | <u>Amount Due Within</u> |
|-------------------------|--------------------------|-------------------|------------------|--------------------|--------------------------|
| | <u>Beginning of Year</u> | | | <u>of Year</u> | <u>One Year</u> |
| Governmental Activities | | | | | |
| Loan payable | <u>\$ -</u> | <u>\$ 750,000</u> | <u>\$ 40,675</u> | <u>\$ 709,325</u> | <u>\$ 50,231</u> |

SUPPLEMENTARY INFORMATION

SOUTHWESTERN PENNSYLVANIA COMMISSION

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

YEAR ENDED JUNE 30, 2024

| Federal Grantor/Pass-Through Grantor/Program Title | Federal Assistance Listing Number | Grantor's and Pass-Through Numbers | Program or Award Amount | Cumulative Award Expenditures Through June 30, 2023 | Amounts Passed through to Subrecipients | 2024 Direct Expenditures | 2024 Total Expenditures | Cumulative Award Expenditures Through June 30, 2024 |
|--|-----------------------------------|------------------------------------|-------------------------|---|---|--------------------------|-------------------------|---|
| U.S. Department of Transportation | | | | | | | | |
| Passed through the Pennsylvania Department of Transportation and the Southwestern Pennsylvania Commission: | | | | | | | | |
| Highway Planning and Construction: | | | | | | | | |
| Highway Planning and Construction (Federal-Aid Highway Program) | 20.205 | 101020086 | 465,452 | \$ 138,275 | \$ - | \$ 63,764 | \$ 63,764 | \$ 202,039 |
| Highway Planning and Construction (Federal-Aid Highway Program) | 20.205 | 119915 | 1,062,994 | 218,500 | - | 23,445 | 23,445 | 241,945 |
| Highway Planning and Construction (Federal-Aid Highway Program) | 20.205 | M125585000 | 668,800 | 117,512 | - | 19,658 | 19,658 | 137,170 |
| Highway Planning and Construction (Federal-Aid Highway Program) | 20.205 | C920001415(WO#1) | 9,264,000 | 4,368,668 | - | 4,520,433 | 4,520,433 | 8,889,101 |
| Highway Planning and Construction (Federal-Aid Highway Program) | 20.205 | C920001415(WO#1) | 2,275,000 | 1,084,749 | - | 1,564,020 | 1,564,020 | 2,648,769 |
| Total Highway Planning and Construction | | | | 5,927,704 | - | 6,191,320 | 6,191,320 | 12,119,024 |
| Direct Programs: | | | | | | | | |
| Federal Transit Cluster: | | | | | | | | |
| Federal Transit - Formula Grants (Urbanized Area Formula Program) | 20.507 | PA-90-X749-00-01 | 2,000,000 | 1,779,842 | - | 2,916 | 2,916 | 1,782,758 |
| COVID 19 - Federal Transit - Formula Grants (Urbanized Area Formula Program) | 20.507 | PA-2020-032-01-00/PA-90-X959 | 2,468,965 | 572,795 | - | 6,000 | 6,000 | 578,795 |
| Federal Transit - Formula Grants (Urbanized Area Formula Program) | 20.507 | PA-95-X007-00-01-02-03-06-07 | 3,085,000 | 2,918,784 | - | 31,482 | 31,482 | 2,950,266 |
| Federal Transit - Formula Grants (Urbanized Area Formula Program) | 20.507 | PA-021-050-11-01-02-03-04-05 | 3,008,757 | 190,075 | - | 16,498 | 16,498 | 206,573 |
| COVID 19 - Federal Transit - Formula Grants (Urbanized Area Formula Program) | 20.507 | PA-2023-031-00/PA-90-Y075 | 231,680 | - | 231,680 | - | 231,680 | 231,680 |
| COVID 19 - Federal Transit - Formula Grants (Urbanized Area Formula Program) | 20.507 | PA-2023-050-01-PA-90-Y086 | 4,895,167 | - | - | 310,062 | 310,062 | 310,062 |
| COVID 19 - Federal Transit - Formula Grants (Urbanized Area Formula Program) | 20.507 | PA-2023-045-00/PA-90-X174 | 1,200,000 | - | 463,139 | - | 463,139 | 463,139 |
| Total Federal Transit Cluster | | | | 5,461,496 | 694,819 | 366,958 | 1,061,777 | 6,523,273 |
| Total U.S. Department of Transportation | | | | 11,389,200 | 694,819 | 6,558,278 | 7,253,097 | 18,642,297 |
| Appalachian Regional Commission | | | | | | | | |
| Direct Programs: | | | | | | | | |
| Appalachian Regional Development: | | | | | | | | |
| ARC 302(a) 2023 | 23.001 | PA-708-E-C31-23 | 133,647 | 67,429 | - | 47,232 | 47,232 | 114,661 |
| ARC 302(a) 2024 | 23.001 | PA-708-E-C32-24 | 133,502 | - | - | 79,490 | 79,490 | 79,490 |
| Total Appalachian Regional Development | | | | 67,429 | - | 126,722 | 126,722 | 194,151 |
| Appalachian Area Development: | | | | | | | | |
| ARC Tri-State Net Zero Manufacturing Initiative 10/2022 to 9/2025 | 23.002 | PW-20876-IM-22 | 1,375,961 | 93,186 | 505,818 | - | 505,818 | 599,004 |
| ARC Community Capacity | 23.002 | PA-21001-23 | 200,000 | 29,120 | - | 46,930 | 46,930 | 76,050 |
| ARC 302(b) 07/2023 - 06/2024 | 23.002 | PA-11055-C31-23 | 461,425 | - | - | 388,091 | 388,091 | 388,091 |
| Total Appalachian Area Development | | | | 122,306 | 505,818 | 435,021 | 940,839 | 1,063,145 |
| Total Direct Programs | | | | 189,735 | 505,818 | 561,743 | 1,067,561 | 1,257,296 |
| Revolving Loan Program: | | | | | | | | |
| Appalachian Research, Technical Assistance, and Demonstration Projects | 23.011 | ARC93-67 | 1,451,274 | 5,920,258 | - | 2,178,274 | 2,178,274 | 8,098,532 |
| Total Appalachian Regional Commission | | | | 6,109,993 | 505,818 | 2,740,017 | 3,245,835 | 9,355,828 |

See accompanying notes to schedule of expenditures of federal awards.

SOUTHWESTERN PENNSYLVANIA COMMISSION

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

YEAR ENDED JUNE 30, 2024
(Continued)

| Federal Grantor/Pass-Through Grantor/Program Title | Federal Assistance Listing Number | Grantor's and Pass-Through Numbers | Program or Award Amount | Cumulative Award Expenditures Through June 30, 2023 | Amounts Passed through to Subrecipients | 2024 Direct Expenditures | 2024 Total Expenditures | Cumulative Award Expenditures Through June 30, 2024 |
|--|-----------------------------------|------------------------------------|-------------------------|---|---|--------------------------|-------------------------|---|
| U.S. Department of Defense | | | | | | | | |
| Passed Through Johnstown Area Regional Industries (JARI): | | | | | | | | |
| Procurement Technical Assistance for Business Firms - 4/27/2024 to 3/31/2025 | 12.002 | W56KGU2420086 | 107,587 | - | - | 22,832 | 22,832 | 22,832 |
| Procurement Technical Assistance for Business Firms - 8/1/2023 to 4/26/2024 | 12.002 | W56KGU2320053 | 70,850 | - | - | 66,545 | 66,545 | 66,545 |
| Total Procurement Technical Assistance for Business Firms | | | | - | - | 89,377 | 89,377 | 89,377 |
| Total U.S. Department of Defense | | | | - | - | 89,377 | 89,377 | 89,377 |
| U.S. Department of Commerce | | | | | | | | |
| Direct Programs: | | | | | | | | |
| Economic Development Support for Planning Organizations - 7/23 - 6/26 | 11.302 | ED23PHI0G0034 Year 1 | 210,000 | - | - | 70,000 | 70,000 | 70,000 |
| Economic Adjustment Assistance | 11.307 | 01-79-15316 | 24,800,000 | 76,816 | 4,559,022 | 49,166 | 4,608,188 | 4,685,004 |
| Total Direct Programs | | | | 76,816 | 4,559,022 | 119,166 | 4,678,188 | 4,755,004 |
| Economic Development Cluster: | | | | | | | | |
| Revolving Loan Fund (RLF): | | | | | | | | |
| COVID 19 - Economic Adjustment Assistance | 11.307 | 01-79-15002/URI:115174 | 1,000,000 | 3,073,704 | - | 1,050,292 | 1,050,292 | 4,123,996 |
| Total Economic Development Cluster and 11.307 | | | | 3,073,704 | - | 1,050,292 | 1,050,292 | 4,123,996 |
| Total U.S. Department of Commerce | | | | 3,150,520 | 4,559,022 | 1,169,458 | 5,728,480 | 8,879,000 |
| U.S. Environmental Protection Agency | | | | | | | | |
| Direct Program: | | | | | | | | |
| Climate Pollution Reduction Grants - 8/23 - 7/27 | 66.046 | 95318101 | 1,000,000 | - | - | 336,499 | 336,499 | 336,499 |
| Total U.S. Environmental Protection Agency | | | | - | - | 336,499 | 336,499 | 336,499 |
| Total Expenditures of Federal Awards | | | | \$ 20,649,713 | \$ 5,759,659 | \$ 10,893,629 | \$ 16,653,288 | \$ 37,303,001 |

(Concluded)

See accompanying notes to schedule of expenditures of federal awards.

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

YEAR ENDED JUNE 30, 2024

1. Basis of Presentation

The accompanying schedule of expenditures of federal awards (Schedule) includes the federal award activity of Southwestern Pennsylvania Commission (Commission) under programs of the federal government for the year ended June 30, 2024. The information in this Schedule is presented in accordance with the requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements of Federal Awards* (Uniform Guidance). Because the Schedule presents only a selected portion of the operations of the Commission, it is not intended to and does not present the financial statements of the Commission.

2. Summary of Significant Accounting Policies

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance, wherein certain types of expenditures are not allowable or are limited as to reimbursement.

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

YEAR ENDED JUNE 30, 2024

3. Revolving Loan Funds

The Commission administers the Economic Development Administration (EDA) Revolving Loan Fund (RLF) and the EDA CARES Act RLF. The EDA CARES Act RLF was capitalized during the year ended June 30, 2021, through a federal grant from the EDA. This EDA CARES Act RLF is reported on the Schedule as the COVID-19 EDA RLF. In a letter dated March 29, 2021, the Commission requested that the EDA release its federal interest in the EDA RLF. The EDA approved the Commission's request and, as a result, this EDA RLF is no longer subject to Uniform Guidance and is no longer required to be reported on the Schedule.

Federal expenditures for the COVID-19 EDA and the Appalachian Regional Commission (ARC) RLF were calculated as follows:

SOUTHWESTERN PENNSYLVANIA COMMISSION

NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

YEAR ENDED JUNE 30, 2024

| | |
|------------------------------------|----------------------------|
| | <u>ARC</u> |
| Balance of the RLF at July 1, 2023 | \$ 1,923,774 |
| Plus: | |
| Current year new loans | 254,500 |
| RLF income earned and expended | <u>-</u> |
| | 2,178,274 |
| Multiplied by: | |
| The federal share of the RLF | <u>100%</u> |
| Total RLF federal expenditures | <u><u>\$ 2,178,274</u></u> |

Loans outstanding at the beginning of the year, loans made during the year, and loans outstanding at June 30, 2024 consist of:

| Revolving Loan Fund Program | COVID-19 | |
|-------------------------------------|--------------------------|----------------------------|
| | <u>EDA</u> | <u>ARC</u> |
| Balance of the RLF at July 1, 2023 | \$ 500,013 | \$ 1,923,774 |
| Plus: Loans issued | 735,851 | 254,500 |
| Less: Loans paid off | <u>(368,178)</u> | <u>(363,630)</u> |
| Balance of the RLF at June 30, 2024 | <u><u>\$ 867,686</u></u> | <u><u>\$ 1,814,644</u></u> |

4. Indirect Cost Rate

The Commission did not elect to use the 10% de minimis indirect cost rate as allowed under the Uniform Guidance.

Southwestern Pennsylvania Commission

Independent Auditor's Reports
Required by the Uniform Guidance

Year Ended June 30, 2024

**Independent Auditor’s Report on Internal Control over Financial Reporting and on
Compliance and Other Matters Based on an Audit of Financial Statements
Performed in Accordance with *Government Auditing Standards***

**Executive Committee and Commissioners
Southwestern Pennsylvania Commission**

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, the financial statements of the governmental activities and each major fund of the Southwestern Pennsylvania Commission (Commission) as of and for the year ended June 30, 2024, and the related notes to the financial statements, which collectively comprise the Commission’s basic financial statements, and have issued our report thereon dated December 23, 2024.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Commission’s internal control over financial reporting (internal control) as a basis for designing the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Commission's internal control. Accordingly, we do not express an opinion on the effectiveness of the Commission’s internal control.

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

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

Executive Committee and Commissioners
Southwestern Pennsylvania Commission
Independent Auditor’s Report on Internal Control over
Financial Reporting and on Compliance and Other Matters

Report on Compliance and Other Matters

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

Purpose of this Report

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

Maker Duessel

Pittsburgh, Pennsylvania
December 23, 2024

Independent Auditor’s Report on Compliance for Each Major Program and on Internal Control over Compliance Required by the Uniform Guidance

**Executive Committee and Commissioners
Southwestern Pennsylvania Commission**

Report on Compliance for Each Major Federal Program

Opinion on Each Major Federal Program

We have audited the Southwestern Pennsylvania Commission's (Commission) compliance with the types of compliance requirements identified as subject to audit in the *OMB Compliance Supplement* that could have a direct and material effect on each of the Commission’s major federal programs for the year ended June 30, 2024. The Commission's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Commission complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2024.

Basis for Opinion on Each Major Federal Program

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

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

Responsibilities of Management for Compliance

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

Auditor's Responsibilities for the Audit of Compliance

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

In performing an audit in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance, we:

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

Executive Committee and Commissioners
Southwestern Pennsylvania Commission
Independent Auditor’s Report on Compliance for Each Major
Program and on Internal Control over Compliance

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

Report on Internal Control over Compliance

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

Our consideration of internal control over compliance was for the limited purpose described in the Auditor’s Responsibilities for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

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

Mahe Duessel
Pittsburgh, Pennsylvania
December 23, 2024

SOUTHWESTERN PENNSYLVANIA COMMISSION

SCHEDULE OF FINDINGS AND QUESTIONED COSTS

YEAR ENDED JUNE 30, 2024

I. Summary of Audit Results

1. Type of auditor's report issued: Unmodified, prepared in accordance with Generally Accepted Accounting Principles

2. Internal control over financial reporting:

Material weakness(es) identified? yes no

Significant deficiencies identified that are not considered to be material weakness(es)? yes ? none reported

3.

4. Noncompliance material to financial statements noted? yes no

5. Internal control over major programs:

Material weakness(es) identified? yes ? no

Significant deficiencies identified that are not considered to be material weakness(es)? yes ? none reported

6. Type of auditor's report issued on compliance for major programs: Unmodified

7. Any audit findings disclosed that are required to be reported in accordance with 2 CFR Section 200.516(a)? yes no

8. Major Programs:

| <u>AL Number(s)</u> | <u>Name of Federal Program or Cluster</u> |
|---------------------|--|
| 20.507 | Federal Transit Formula Grants |
| 23.011 | Appalachian Research, Technical Assistance, and Demonstration Projects |
| 11.307 | Economic Development Cluster - Economic Adjustment Assistance |

9. Dollar threshold used to distinguish between type A and type B programs: \$750,000

10. Auditee qualified as low-risk auditee? yes no

SOUTHWESTERN PENNSYLVANIA COMMISSION

SCHEDULE OF FINDINGS AND QUESTIONED COSTS

YEAR ENDED JUNE 30, 2024

- II. Findings related to the financial statements which are required to be reported in accordance with GAGAS.

No matters were reported.

- III. Findings and questioned costs for federal awards.

No matters were reported.

SOUTHWESTERN PENNSYLVANIA COMMISSION

SUMMARY SCHEDULE OF PRIOR AUDIT FINDINGS

YEAR ENDED JUNE 30, 2024

NONE