

2015 ANNUAL REPORT



Comprehensive Annual Financial Report
For Years Ended December 31, 2015 and 2014





Government Finance Officers Association

**Certificate of
Achievement
for Excellence
in Financial
Reporting**

Presented to
**Delaware River
Port Authority**

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended
December 31, 2014

Jeffrey R. Egan
Executive Director/CEO

For the twenty-third
consecutive year the
Delaware River Port Authority
was awarded the
Certificate of Achievement for
Excellence in Financial Reporting
by the Government Finance Officers
Association of the United States and
Canada for its 2014 Comprehensive
Annual Financial Report.

The Ben Franklin Bridge welcomed more than 3,300 cyclists from the American Cancer Society's annual Bikeathon on Sunday, June 14, 2015.

On the cover: A refurbished PATCO train headed to Philadelphia pulls into Woodcrest Station on Thursday, August 13, 2015.

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On Memorial Day, Monday, May 25, 2015, the Ben Franklin Bridge glowed red, white and blue in remembrance of the heroic sacrifices made by generations of U.S. service men and women.

CHAIRMAN'S LETTER

June 23, 2016



Ryan N. Boyer
Chairman, DRPA

To Our Customers and Bondholders:

Since my appointment by Governor Tom Wolf to serve as the Chairman of the Board of Commissioners of the Delaware River Port Authority (DRPA) in February of 2015, I have had the honor of leading the Authority towards achieving the challenging, but important goals and priorities we established for 2015.

Together, we have made great strides toward furthering DRPA's mission of serving as superior stewards of the public assets and infrastructure with which we are entrusted, while delivering safe and efficient transportation services to the greater Philadelphia and South Jersey region.

I am proud to highlight just some of our many achievements for the 2015 calendar year:

- DRPA and PATCO operating expenses for 2015 will, for the 14th consecutive year, come in under budget, approximately 4.0% under the total combined budget of \$141.3 million.
- The Benjamin Franklin, Betsy Ross, Commodore Barry and Walt Whitman bridges carried more than 98.4 million vehicles and the PATCO commuter rail system transported more than 10.1 million passengers in 2015.
- Our strong financial performance during 2015, resulted in an increase of approximately \$50.6 million in the Authority's General Fund.
- We welcomed the first refurbished train cars into service from the \$194 million Transit Car Overhaul Project and virtually completed the \$99.2 million Ben Franklin Bridge Track Rehabilitation Project.
- The Walt Whitman Bridge Re-Decking Project was recognized by the American Council of Engineering Companies. The multi-year, \$140 million project was completed on time and under budget.

Looking forward, the Board's priorities are to continue to make the DRPA more open and transparent; to seek innovations to improve operations and customer service; and to improve the authority's financial performance while dedicating additional resources to infrastructure and capital improvements.

Working alongside my board colleagues and the hardworking employees of the DRPA and PATCO, we are determined to make every year better than the one prior. I am inspired by our shared passion and ability to positively impact the region and look forward to what we will achieve in 2016 and beyond.

Sincerely,

Ryan N. Boyer
Chairman

BOARD OF COMMISSIONERS

as of December 31, 2015



Honorable Tom Wolf
Governor
Commonwealth of Pennsylvania

Pennsylvania



Ryan N. Boyer
Chairman
Business Manager
Laborers' District Council for Philadelphia & Vicinity



Hon. Eugene A. DePasquale
Auditor General
Commonwealth of Pennsylvania



Antonio Fiol-Silva
Principal
Wallace Robert & Todd, LLC



Elinor Haider
Vice President,
Market Development
Veolia North America



Rohan K. Hepkins
Mayor
Yeadon Borough



Marian Moskowitz
Real Estate Developer



Hon. Timothy A. Reese
State Treasurer
Commonwealth of Pennsylvania



Carl E. Singley
Attorney
Tucker Law Group



New Jersey



**Honorable
Chris Christie**
Governor
State of New Jersey



**Jeffrey L.
NASH**
Vice Chairman
Freeholder
Camden County Board
of Chosen Freeholders



**E. Frank
DIANTONIO**
Retired President
Construction &
General Laborers
Union Local 172



**Charles
FENTRESS**
Retired Police Sergeant
Delaware River
Port Authority



**Albert F.
FRATTALI**
Co-Administrator
Iron Workers District
Council Philadelphia
Benefit & Pension Fund



**Tamarisk L.
JONES**
Director of Health
and Senior Services
Gloucester County



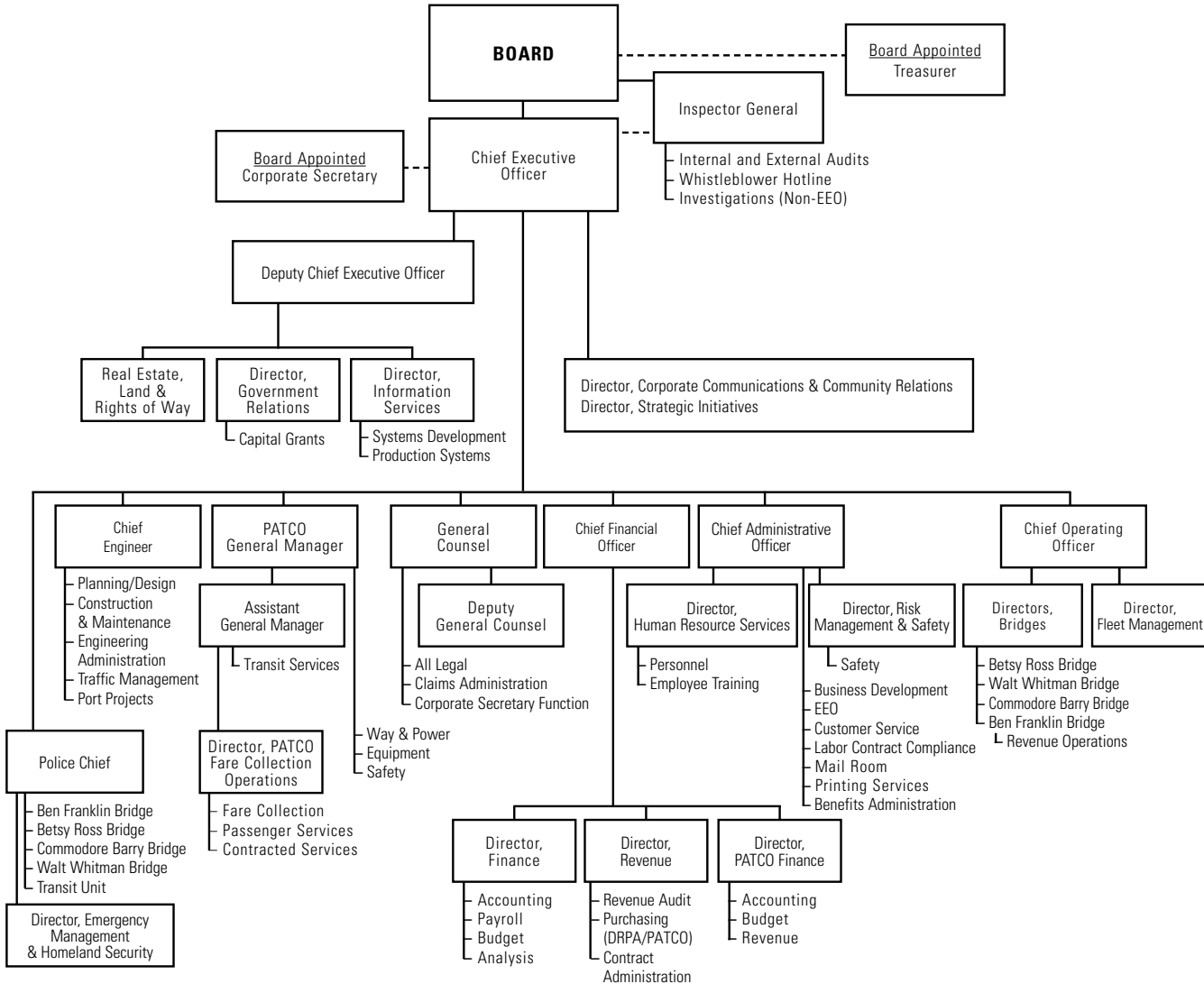
**Richard
SWEENEY**
Financial Secretary,
Business Representative
Ironworkers #399



**Ricardo V.
TAYLOR, JR.**
School Administrator
Pennsauken Township

ORGANIZATIONAL CHART

as of December 31, 2015



Officers & Executive Staff

John T. Hanson
Chief Executive Officer, DRPA
President, PATCO

Maria J. Wing
Deputy Chief Executive Officer

Raymond J. Santarelli
General Counsel
& Corporate Secretary

Archer & Greiner
New Jersey Counsel

Duane Morris, LLP
Pennsylvania Counsel

James M. White
Chief Financial Officer
& Treasurer

Toni P. Brown, Esq.
Chief Administrative Officer

Daniel J. Auletto
Acting Chief Operating Officer

Michael P. Venuto
Chief Engineer

David A. Gentile
Inspector General

John D. Rink
PATCO General Manager

Bennett M. Cornelius
PATCO Assistant
General Manager

FACILITIES



Benjamin Franklin Bridge
Opened: July 1, 1926



Walt Whitman Bridge
Opened: May 16, 1957



Commodore Barry Bridge
Opened: February 1, 1974



Betsy Ross Bridge
Opened: April 30, 1976



PATCO
Opened: February 15, 1969



The Walt Whitman Bridge, DRPA's busiest, carried 39.3 million vehicles in 2015.

REPORT OF THE CHIEF EXECUTIVE OFFICER



John T. Hanson
Chief Executive Officer, DRPA
President of PATCO

The Delaware River Port Authority (DRPA) and Port Authority Transit Corporation (PATCO) achieved major milestones and made significant progress in 2015. We continued to make our financial situation even stronger and remain focused on our core mission of preserving and improving the transportation assets we hold in trust for the community.

This year alone, our four bridges carried more than 98.4 million vehicles and PATCO moved more than 10.1 million passengers. These numbers are just one demonstration of the Authority's importance to the region's economy and to the hundreds of thousands in our community that rely upon our transportation infrastructure.

STEWARDSHIP. SERVICE. COMMUNITY.

In January, we adopted new mission and vision statements that are intended to reflect the central role of stewardship of the Authority's transportation assets and its financial and human resources.

The new mission statement, intended to describe the Authority's fundamental purpose, reads, *"As stewards of public assets, we provide for the safe and efficient operation of transportation services and facilities in a manner that creates value for the public we serve."*

The vision statement is aspirational and articulates both the strategic and practical implications of stewardship, specifically the Authority's intended direction and activities. It reads, *"Together we are world-class stewards of public transportation assets. Working collaboratively across all business units, we operate, maintain, improve and protect transportation infrastructure for the benefit of the citizens we serve throughout the Greater Philadelphia Region. We are committed to building credibility, earning public trust and creating public value."*

The Authority is inspired that the new statements will better connect everyone with its core mission and the broader purpose of stewardship and service.

FINANCIAL ACCOMPLISHMENTS

The Authority continues to maintain strong financial discipline in its operations. Our strong financial showing during 2015 resulted in the increase of \$50.6 million in the Authority's General Fund. These additional funds were moved into our "pay-go-capital reserve," which is available to partially fund the remainder of our 5-year Capital Program.

On December 1, DRPA implemented a commuter discount for frequent travelers over DRPA bridges that provides a credit of \$18.00 for enrolled NJ E-ZPass commuters making 18 or more trips on any of the DRPA bridges in a calendar month. The DRPA is working on new board-authorized E-ZPass initiatives that are expected to result in hundreds of thousands in dollars in additional revenue in 2016.

In December, Moody's reaffirmed DRPA ratings for its Revenue/Revenue Refunding Bonds and Port District Project Bonds at "A3" and "Baa3", respectively (with a stable outlook). Moody's cited various strengths influencing its ratings, including: growth in the Authority's General Fund, strengthening of our investment policies, solid operating performance (where actual expenses have been below budget for many years), and no expected near-term borrowing.

In addition, for the 23rd consecutive year, the Authority earned the "Certificate of Achievement for Excellence in Financial Reporting" from the Government Finance Officers Association. This certificate is the highest recognition in governmental accounting and financial reporting, representing a significant accomplishment by a government agency and its management.

OPERATIONAL ACCOMPLISHMENTS

BRIDGES

In 2015, the Benjamin Franklin, Betsy Ross, Commodore Barry and Walt Whitman bridges all received varying degrees of improvements that will continue throughout the coming years. The hundreds of millions of dollars we are investing into these necessary improvements will provide increased safety and convenience for the 98.4 million vehicles that cross these bridges annually.

The DRPA began work on a \$56 million project to paint the suspension span and towers of the Walt Whitman Bridge and began Phase I of III of a \$22 million project to de-lead and repaint the Commodore Barry Bridge. Additionally, the DRPA began a two-year, \$15.5 million project to resurface the Betsy Ross Bridge and will continue the design phase of a \$3.5 million project to build a bike and pedestrian access ramp on the south walkway of the Benjamin Franklin Bridge.

PATCO

In 2015, we focused on creating a better experience for our 10.2 million annual passengers.

On May 28, the first six refurbished train cars re-entered service. Over the course of the \$194 million project, all 120 of the cars in the fleet will have extensive rehabilitation of interiors and operating systems.

All stations received free Wi-Fi internet, bicycle racks, upgraded public address systems and new informational digital display signs. As an added convenience, PATCO customers now enjoy the ease and convenience of using debit and credit cards to purchase tickets for one-way and round-trip rides.

In December, PATCO completed a \$99.2 million project to rehabilitate the north and south passenger rail tracks crossing the Delaware River on the Benjamin Franklin Bridge. The project replaced wood ties, running rails, supporting steel trusses, electrical cabling and signaling systems.

ADMINISTRATIVE ACCOMPLISHMENTS

The Authority continued to move forward in implementing its new Enterprise Resource Planning (ERP) system. The system went live in January 2016 and will improve

communication and efficiency within the Authority, enabling us to be more effective stewards of the public's assets, including physical, financial and human resources.

On August 6, the Authority hosted a special vendor diversity program event, demonstrating our ongoing commitment to diversity, inclusion and equal opportunities for all vendors interested in doing business with the Authority.

Staff across the Authority engaged in extensive planning and preparations for the Papal Visit during September 26-27. That weekend, the Ben Franklin Bridge closed to vehicular traffic and PATCO utilized special schedules and flat-rate fares. We achieved our primary goal of a safe, secure and pleasurable experience to the pilgrims who walked across the bridge or rode PATCO.

Throughout 2015, the DRPA received numerous award and honors. In November, we were selected as a 2015 recipient of the "WTS – Philadelphia Chapter Diversity Award" and in April, the Philadelphia Business Journal named DRPA a "Healthiest Employer" for the fourth consecutive year.

LOOKING FORWARD

The Authority will continue to manage costs in ways that keep operating expenses below budget limits. We will further progress on our numerous bridge and railway improvement projects to increase the efficiency, safety and convenience of travel for the hundreds of millions of commuters we transport every year.

As part of our ongoing commitment to stewardship, service and community, we plan to host more outreach events in 2016 that will increase the transparency and accessibility of the DRPA and PATCO.

We are proud of our 2015 achievements, and look forward to carrying these successful practices into 2016 and beyond.

Yours truly,



John T. Hanson
Chief Executive Officer, Delaware River Port Authority
President, Port Authority Transit Corporation



Commodore Barry Bridge connecting Chester, PA and Bridgeport, NJ saw 13.6 million vehicles in 2015.

June 23, 2016

**TO THE BOARD OF COMMISSIONERS
OF THE DELAWARE RIVER PORT AUTHORITY**

The comprehensive annual financial report of the Delaware River Port Authority (“the Authority”) for the year ended December 31, 2015, is hereby submitted. Responsibility for both the accuracy of the data and the completeness and fairness of the presentation, including all disclosures, rests with the Authority. To the best of our knowledge and belief, the enclosed data is accurate in all material respects and is reported in a manner designed to present fairly the combined financial position and results of operations of the Authority. All disclosures necessary to enable the reader to gain an understanding of the Authority's financial activities have been included.

The Authority's Indentures of Trust require an annual audit of the Authority's financial statements by a firm of independent auditors. Additionally, as a recipient of funds from the Federal Transit Administration for projects involving the PATCO Transit System, the Authority is required to have a Single Audit performed annually by an independent auditor in accordance with 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). The purpose of the Single Audit is to determine the adequacy of the Authority's internal controls and compliance with applicable laws and regulations relating to the receipt of federal assistance. The Authority retains an independent auditor to satisfy these audit requirements. The report of the independent auditor on the combined financial statements of the Authority is included in the financial section of this report. The Authority's management is responsible for the content and presentation of the audited financial report.

Management of the Authority is responsible for establishing and maintaining a system of internal control designed to ensure that the assets of the Authority are protected from loss, theft or misuse and to ensure that adequate accounting data is compiled to allow for the preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) in the United States of America. The internal controls are designed to provide reasonable, but not absolute, assurance that these objectives are met. The concept of reasonable assurance recognizes that: (1) the cost of a control should not exceed the resulting benefits; and (2) the analysis of costs and benefits requires estimates and judgments by management.

In addition, as a recipient of federal financial assistance, the Authority is required to ensure that adequate internal controls are in place to ensure compliance with applicable laws and regulations relating to that federal assistance. These internal controls are subject to periodic evaluation by the Office of the Inspector General and by the management of the Authority.

The combined financial statements of the Authority are prepared using the accrual method of accounting in accordance with GAAP. Management has provided a narrative introduction, overview, and analysis to accompany the combined financial statements in Management's Discussion and Analysis (MD&A). This letter of transmittal is designed to complement the MD&A and should be read in conjunction with it. The Delaware River Port Authority's MD&A can be found immediately following the report of the independent auditors.

The Delaware River Port Authority is a public corporate instrumentality of the Commonwealth of Pennsylvania and the State of New Jersey created with the consent of Congress by compact legislation between the Commonwealth of Pennsylvania and the State of New Jersey. The Authority, which has no stockholders or equity holders, was created in 1952 as a successor to the Delaware River Joint Commission, which was created in 1931. The Authority is governed by a 16-member Board of Commissioners. The Governor of New Jersey appoints eight commissioners with the advice and consent of the Senate of New Jersey. The Governor of Pennsylvania appoints six commissioners, with the Auditor General and the State Treasurer of Pennsylvania serving as ex-officio commissioners for Pennsylvania. Commissioners serve five-year terms without compensation. The Board of Commissioners establishes policy and plans for the operations of the Authority. A Chief Executive Officer is appointed by the Board of Commissioners to implement policy and to manage the daily operations of the Authority.

The Board of Commissioners of the Delaware River Port Authority has five committees established under the authority of its Bylaws. They are: the Operations and Maintenance Committee, the Projects Committee, the Executive Committee, the Finance Committee, and the Export Development and International Trade Committee. These committees adhere to the rules and leadership structure outlined in Article IX of the DRPA Bylaws. These Committees act pursuant to the power vested them under the bylaws.

The Board of Commissioners of the Delaware River Port Authority has also established, under the authority of resolution DRPA-10-040, an Audit Committee that is chaired by the Auditor General of Pennsylvania. The Audit Committee is charged with overseeing an annual independent financial audit along with a biennial performance audit. The Authority's Board also adopted an Audit Committee charter through resolution DRPA-10-141. This resolution specifies that the purpose of the Audit Committee is to assist the board in fulfilling its oversight responsibility relating to: (1) the Authority's internal and external audit process, the financial reporting process, and all risk assessment and internal controls over financial reporting; (2) compliance with applicable laws, policies,

and accounting and auditing standards, and (3) communication between the Authority's management, internal and external auditors, experts, other advisors, and the Board.

The Audit Committee adheres to the rules and leadership structure outlined in resolutions DRPA-10-040 and DRPA-10-141. The Audit Committee acts pursuant to the power vested it under these two resolutions. It is not vested with any power under the bylaws.

In addition, to the aforementioned committees, the Board of Commissioners adopted resolutions DRPA 10-10-071 and DRPA 12-112, which established the Compensation and Labor Committees, respectively, to review the Authority's compensation issues and current labor agreement(s), labor/employee relations and non-represented employee issues. These committees, similar to the Audit Committee, act pursuant to the power vested them under these two authorizing resolutions and are not vested with any power under the bylaws.

The Authority is vested with the ownership, control, operation, and collection of tolls and revenues of certain bridges spanning the Delaware River; namely, the Benjamin Franklin, Walt Whitman, Commodore Barry and Betsy Ross bridges. The Authority has also constructed and owns a high-speed transit system, which is operated by its wholly owned subsidiary, the Port Authority Transit Corporation (PATCO). The transit system operates between Philadelphia, Pennsylvania and Lindenwold, New Jersey.

BUDGET PROCESS

The Authority prepares both operating and capital budgets annually. The annual operating budget is a financial planning tool for the associated fiscal year; it also sets the maximum spending limit for the Authority. Each of the Authority's Chief Officers and staff contribute to the development of a preliminary operating budget based on the expected staffing and funding levels necessary to operate the Authority's facilities in an efficient and safe manner. After individual departmental budgets are reviewed at budget hearings conducted by the Operating Budget Review Committee (which consists of the Chief Executive Officer, Deputy Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, General Counsel, the General Manager of PATCO and other senior staff), a proposed operating budget is presented by the Chief Executive Officer to the Finance Committee and ultimately to the Board of Commissioners for its review and approval. Any subsequent addition of funds to the total operating budget requires the approval of the Board of Commissioners.

A five-year capital budget, required by the Authority's Compact, is also prepared through a similar process and submitted to the Finance Committee, and subsequently to the Board of Commissioners for approval. The capital budget is a planning document identifying the Authority's potential commitments. The approval of the capital budget does not in itself authorize any specific project. Specific approval by the Board of Commissioners is required before any capital project may commence. The foundation for the major capital budget projects (those projects greater than \$200K) is the biennial

inspection, which inspects all four bridges and PATCO. This inspection is required by the 1998 Revenue Bond Indenture. Smaller capital projects, primarily projects under \$200K, are identified by various operating and administrative departments.

Expenditures are monitored continuously throughout the year by the Finance Division to ensure that each department is in compliance with the approved operating and capital budgets and the established Policies and By-Laws of the Authority.

In accordance with the Authority's governing Revenue and Port District Project Bond Indentures, the next year's annual budget must be submitted to the respective bond trustees by December 31st of each year. Pursuant to the Indentures, the Authority filed its 2015 operating budgets in late December 2014 with its bond trustees. The 2015 operating and capital budgets became effective in January 2015. (The Authority also filed its 2016 operating budgets with its bond trustees in late December 2015, as required by the bond indentures.)

FACTORS AFFECTING FINANCIAL CONDITION

During the past several years, the Authority has taken significant strategic steps to strengthen its financial position through: cost-containment of personnel and non-personnel expenditures, increasing its liquidity through growth in its General Fund, and restructuring its debt and swap portfolios. The latter policy is primarily in response to: changing financial markets, the exercise of various swaptions (in 2006, 2008 and 2010), passage of a board resolution mandating the liquidation of the Authority's swap portfolio in an orderly and strategic fashion, the necessity of funding its various annual five-year Capital Programs, and the adoption of an annual Finance Action plan by the Authority's Board of Commissioners (which was implemented during the period 2012 through 2015).

The implementation of the aforementioned strategic initiatives were key factors in the ratings upgrade by Standard and Poor's (S&P) on all of the Authority's bonds in late November 2013, just prior to the issuance of its new 2013 revenue bonds. In addition, in November 2013, Moody's Investor Services also increased the outlook on all of the Authority's bonds to "positive".

In December 2014, Standard & Poor's affirmed the Authority's "A" ratings on its revenue bonds and its "BBB" ratings on its port district project bonds.

On December 11, 2015, Moody's affirmed the Authority's ratings of "A3" on its outstanding revenue bonds and the "Baa3" ratings on its port district project bonds.

At December 31, 2015 ratings on the Authority's bond debt, by both S&P and Moody's, remain unchanged from the previous year-end.

(Note: In April 2016, S&P, using its new criteria for public finance entities, affirmed the Authority's "A" ratings on its Revenue Bonds and raised the Authority's ratings from "BBB" to "A-" (stable outlook), on its subordinated debt (Port District Project Bonds).

DEBT MANAGEMENT

In the period 2012 through 2015, the Authority and its Board approved a comprehensive finance plan to: reduce the Authority's debt, adopt a new swap policy, and renegotiate and replace various LOC agreements to reduce its annual LOC facility costs. In 2012, the Authority used its General Fund for the early redemption of \$96 million in Revenue Bond and Port District Project bonds, and to refund a large portion of its Port District Project Bond debt, substantially reducing its debt service for future years and improving its debt coverage ratio on its senior debt. In addition, the Authority executed the second part of its finance plan by issuing \$153 million in Port District Project Refunding Bonds, Series 2012, to refund and redeem all of the outstanding principal balance and interest accrued on the Authority's outstanding Port District Project Bonds, Series B of 1998, Series B of 1999 and Series A of 2001. As a result of these actions, the par amount of the Authority's Port District Bond debt decreased from approximately \$315 million to approximately \$187 million.

In 2013, the Authority continued the execution of its financial plan by significantly reducing its Direct Pay Letter of Credit (DPLOC) facility costs for its 2008 and 2010 Revenue Refunding Bonds. DPLOC agreements were negotiated with three new LOC banks for the 2010 Revenue Refunding Bonds, significantly reducing its facility fees by approximately 50%. These actions, coupled with subsequent actions to significantly lower facility fees on the LOCs supporting the 2008 Revenue Refunding Bonds, and, later, in 2015, the 2010 Series B Revenue Refunding Bonds, reduced the annual LOC facility fees in 2015 by \$6 million annually from 2012 levels.

In August 2013, the Authority's Board authorized the issuance of up to \$550 million in new revenue bonds, to fund a significant portion of its existing 2013 Capital Program. In late December, the Authority issued new revenue bonds (the 2013 Revenue Bonds), at attractive fixed rates, in the amount of \$476.6 million. The bonds were issued at a premium netting the Authority an additional \$11.8 million in proceeds.

The Authority's total bond debt decreased by \$50.2 million to total \$1.56 billion at year-end.

Swap Management

In 2014, the Authority adopted a new swap management policy and received Board authorization to replace its existing counterparty (UBS) on its 1995 and 1999 Revenue Bond Swap agreements. In July 2015, the Authority terminated its agreements with UBS and contracted with two new swap counterparties. By doing so, the Authority obtained “more favorable contract terms,” including: 1) removal of cross-default language existent in the original swap agreements and 2) unilateral, optional termination rights. Also, these two “swap novation” transactions increased counterparty credit quality and the diversification of its counterparty exposure.

LOCAL ECONOMY

From the latest data available (through 2014), it appears that population growth was essentially flat (a minor increase of 0.68%) in the Pennsylvania counties, while exhibiting a slight decline (of 1.28%) in the New Jersey counties within the Port District versus 2013 totals. The unemployment rate in the Pennsylvania counties showed a large decrease by 3.2% (after a very minor decrease in 2013) while a moderate decrease (a 1.5% drop) in the New Jersey counties was reported against 2013 information, as well. Additional information can be found in the Statistical Section of this report.

LONG-TERM FINANCIAL PLANNING

An important component of the Authority’s long-term financial plan is ensuring that it has sufficient revenue to meet its operating and capital requirements. With assistance from its Financial Advisors, the Authority uses a long-term forecasting model, which creates a multi-year forecast of its revenues and expenses. The model incorporates numerous independent variables (including operating revenue and expense estimates, debt service coverage and capacity, etc.) in order to determine the annual cash flow required to create sufficient bonding capacity to finance its five-year capital plan. Results from a traffic engineering study, completed in November 2013, which contains projections for a ten-year period, were incorporated into this model for use in developing forecasts for the 2013 revenue bond issue, later in the year. The Authority regularly updates this model based on changes in business conditions and its financial performance.

As mentioned in the “Budget Process” section of this document, each year, the Authority develops a five-year capital plan which details the anticipated capital expenditures during this five-year period. The 2015 Capital Plan, developed, during the year 2014, and approved in December 2014, outlined numerous bridge, transit system, security and technology project expenditures approaching \$726.7 million (net of federal funding), for the five-year period commencing in 2015. The 2015 fiscal year budget for capital

expenditures was \$146.4 million. As of December 31, 2015, the Authority had funded approximately \$137.3 million in capital expenditures primarily funded by its bond project funds and FTA funds.

In December 2015, the Authority's Board approved its 2016 Capital Budget in the amount of \$166.6 million and a total 5-year capital plan with projected expenditures of \$728.2 million.

BRIDGE TOLL AND PASSENGER FARE SCHEDULES

There have been no changes to the Authority's bridge toll and passenger fare schedules since July 2011. In December 2014, the Authority's Board postponed the biennial COLA increase in the toll rates, which was to take effect on January 1, 2015, based on the Authority's projections that it has sufficient liquidity in its existing cash flows, bond project and general fund balances to meet its 2016 Capital Plan capital expenditure requirements for the next three to four years or more. (Please see Note 17 for the current toll and fare schedules).

Reinstitution of Commuter E-ZPass Discount:

At its July 2015 meeting, the Authority's Board approved a resolution, DRPA 15-090 ("Authorize Amendment to Current DRPA Bridge Toll Schedule to Include Discounted Tolling for Certain Passenger Vehicles Making a Minimum Number of Tolled-Crossings over DRPA Bridges and Related Actions"), to re-implement an \$18 credit/18 trips per month for commuter passenger vehicles in the NJ E-ZPass system (the Authority is a member of this consortium). Programming to implement this initiative was finalized and the new commuter credit program became effective on December 1, 2015 with the first credit issued in January 2016 to eligible commuters.

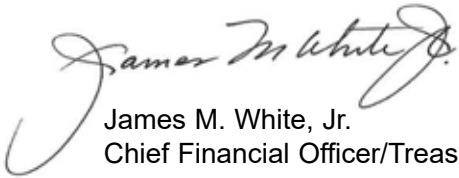
AWARDS AND ACCOMPLISHMENTS

The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the Delaware River Port Authority for its comprehensive annual financial report for the fiscal year ended December 31, 2014. This was the twenty-third consecutive year that the Authority has achieved this prestigious award. In order to be awarded a Certificate of Achievement, a government must publish an easily readable and efficiently organized comprehensive annual financial report. This report must satisfy both generally accepted accounting principles and applicable legal requirements.

A Certificate of Achievement is valid for a period of one year only. We believe our current comprehensive annual financial report continues to meet the Certificate of Achievement Program's requirements and we are submitting it to GFOA to determine its eligibility for another certificate.

The preparation of this report would not have been possible without the dedication and efficiency of the entire staff of the Finance, Administrative Services and Government & Corporate Communications Departments. I would especially like to express my appreciation to the members of these Departments who contributed in the preparation of this report. Special thanks must also be given to the Chairman, Vice-Chairman, Chief Executive Officer, Deputy Chief Executive Officer and the Finance and Audit Committees of the Board for maintaining the highest standards in the management of the Delaware River Port Authority's finances. Special thanks also go to DRPA's David Aubrey, Manager – Internal Audit, in the Office of the Inspector General, for his leadership in facilitating this financial audit.

Respectfully submitted,

A handwritten signature in cursive script that reads "James M. White, Jr." with a large, stylized initial "J" that loops around the first part of the name.

James M. White, Jr.
Chief Financial Officer/Treasurer

The cover page features a white central area with a blue curved shape at the top and a yellow curved shape at the bottom. The text 'FINANCIAL SECTION' is centered in the white area.

FINANCIAL SECTION

FINANCIAL SECTION

INDEPENDENT AUDITOR'S REPORT

To the Board of Commissioners
Delaware River Port Authority

Report on the Financial Statements

We have audited the accompanying combined financial statements of the Delaware River Port Authority and subsidiary, which comprise the combined statements of net position as of December 31, 2015 and 2014, and the related combined statements of revenues, expenses and changes in net position, and cash flows, for the years then ended, together with the combined statements of trust net position available for benefits as of December 31, 2015 and 2014, and the combined statements of changes in trust net position for the years then ended, and the related notes to the combined financial statements, which collectively comprise the Delaware River Port Authority and subsidiary's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Delaware River Port Authority and subsidiary's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Delaware River Port Authority and subsidiary's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting principles used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Delaware River Port Authority and subsidiary as of December 31, 2015 and 2014, and its changes in financial position and cash flows thereof for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

Adoption of New Accounting Principles

As discussed in note 1 to the financial statements, during the year ended December 31, 2015, the Delaware River Port Authority and subsidiary adopted new accounting guidance, Governmental Accounting Standards Board (GASB) Statement No. 68, Accounting and Financial Reporting for Pensions - an amendment of GASB Statement No. 27, GASB Statement No. 71, Pension Transition for Contributions Made Subsequent to the Measurement Date - an amendment of GASB Statement No. 68, and GASB Statement No. 78, Pensions Provided through Certain Multiple-Employer Defined Benefit Pension Plans. Our opinion is not modified with respect to this matter.

Cumulative Effect of Change in Accounting Principles

Because of the implementation of GASB Statement No. 68, No. 71, and No. 78, net position as of January 1, 2015 on the combined statements of revenues, expenses and changes in net position, has been restated, as discussed in note 1 to the financial statements. Our opinion is not modified with respect to this matter.

Other Matters

Required Supplementary Information

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

Other Information

Our audit was conducted for the purpose of forming opinions on the combined financial statements that collectively comprise the Delaware River Port Authority and subsidiary's basic financial statements. The accompanying supplemental schedules, as listed in the table of contents, and the introductory and statistical sections are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The accompanying supplemental schedules are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic 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 accompanying supplemental schedules are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The introductory section and statistical section, as listed in the table of contents, have not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on them.

Respectfully submitted,

BOWMAN & COMPANY LLP

BOWMAN & COMPANY LLP
Certified Public Accountants
& Consultants

Voorhees, New Jersey
June 23, 2016



One Port Center, DRPA's Headquarters building, is located on the Camden Waterfront in New Jersey.

MANAGEMENT'S DISCUSSION & ANALYSIS

(Unaudited)

As management of the Delaware River Port Authority (the Authority), we offer readers of our financial statements this narrative overview and analysis of the financial activities of the Authority for the years ended December 31, 2015 and 2014. We encourage readers to consider the information presented here in conjunction with additional information that we have furnished in our letter of transmittal, which can be found on pages 15-22 of this report. All amounts are expressed in thousands of dollars unless otherwise indicated.

FINANCIAL HIGHLIGHTS

- Total operating revenues were \$341.3 million in 2015, an increase of \$10.4 million or 3.15% over 2014. The increase was primarily related to a \$10.0 million increase in toll revenues.
- The \$10.0 million increase in toll revenues (up 3.36%) during the year was primarily attributable to a slightly higher commercial vehicle volume and a moderate automobile volume increase resulting in an average toll increase from \$6.21 in 2014 to \$6.24 in 2015.
- Bridge traffic increased, for the first time in eight years, by 1.37 million vehicles (up 2.87%) for 2015 (total of 49.2 million vehicles). Traffic on the bridges was positively impacted by an improvement in general economic conditions in the region and a lack of inclement weather during the first quarter of the year.
- Total operational expenses increased by \$3.7 million or by 1.80% vs. 2014 expenses. This increase is primarily attributable to increases in bridge and PATCO operational expenses of \$2.8 million, up 2.77%.
- The Port Authority Transit Corporation (PATCO) is a wholly-owned subsidiary of the Delaware River Port Authority (DRPA) and is subsidized by the DRPA. Operating expenses exceeded operating revenues for PATCO by \$22.7 million in 2015 and by \$21.4 million in 2014. The operating loss increased by \$1.3 million from 2014 to 2015, an increase of 6.07%.
- PATCO net passenger fare revenues increased by 2.83% (or by \$0.7 million), primarily resulting from the impact of increased PATCO ridership of 162 thousand (up 1.6%). PATCO ridership was up due to a lack of inclement weather and completion of the BFB/PATCO track rehabilitation project. Total PATCO revenues were up \$2.1 million overall.
- Total "non-restricted" investments increased by \$53.6 million, an increase of 12.3%. This increase primarily was related to the increase in the General Fund balances of \$50.6 million attributable to higher toll revenues and lower overall expenses. Cash equivalents and investment balances increased by \$49.9 million (up 10.7%) to total \$515.0 million at year end.
- Restricted investments, including the bond project fund, decreased by \$82.7 million (from \$480.4 million to \$397.7 million). At year-end, the bond project fund (used for funding capital projects) totaled \$153.3 million, down \$86.5 million or 36.1% from 2014.
- Total debt outstanding decreased by \$50.2 million to total \$1.56 billion at year-end.
- During 2015, the Authority renewed its LOC facility with Barclays Bank for a three year period, at a lower facility fee. This continues a trend where, since 2012, overall total LOC facility fees and remarketing fees for five (5) variable rate series have been reduced significantly, attributable to lower principal amounts and lower facility fees negotiated during the 2013-2015 timeframe.
- Economic development expenditures totaled \$4.2 million in 2015, an increase in such expenditures of nearly \$1.8 million vs. 2014 (a 75% increase). (The Authority's economic development spending now reflects only previously committed projects, as the Authority's Board approved a

- discontinuation of any new economic development projects in 2011).
- The Authority reduced its outstanding loan guarantee commitment by \$10 million during the year. Total loan guarantees now stand at only \$796 thousand (in the early 2000's total guarantees peaked at \$24.0 million).
 - The assets of the Authority exceeded its liabilities at the close of 2015 resulting in a net position of \$588.4 million. Net position increased by \$525 thousand during the year.
 - Debt service coverage for revenue bond debt (as calculated based on the 1998 Bond Indenture) increased to 2.01x from 1.94x in 2014, as net revenues available for debt service increased by \$7.2 million.
 - The Authority made its annual funding contribution of \$5.0 million to its OPEB irrevocable trust, thereby reducing its net OPEB obligation from \$31.4 to \$26.4 million at year end.

FINANCIAL POSITION SUMMARY (IN THOUSANDS)

A large portion of the Authority's net position are capital assets (e.g., land, buildings, machinery, and equipment), less any related debt used to acquire those assets that is still outstanding. The Authority uses these capital assets mainly to provide bridge facilities and transit services to customers; consequently, these assets are not available for future spending. Although the Authority's investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

Delaware River Port Authority's Net Position

	<u>2015</u>	<u>2014</u>	<u>2013</u>
Current and other assets	\$957,552	\$988,892	\$1,023,586
Capital assets	1,425,817	1,348,022	1,273,454
Total assets	<u>2,383,369</u>	<u>2,336,914</u>	<u>2,297,040</u>
Deferred outflows of resources	127,818	128,763	129,029
Long-term liabilities outstanding	1,793,857	1,756,105	1,823,498
Other liabilities	125,363	121,727	91,182
Total liabilities	<u>1,919,220</u>	<u>1,877,832</u>	<u>1,914,680</u>
Net position:			
Net investment in capital assets	203,366	174,762	213,138
Restricted	219,485	215,004	159,521
Unrestricted (deficiency)	165,519	198,079	138,730
Total net position	<u>\$588,370</u>	<u>\$587,845</u>	<u>\$511,389</u>

In 2015, the Authority's net position increased slightly in the amount of \$525 thousand, attributable to the significant restatement of the net position as of January 1, 2015 by \$101.8 million, to account for the cumulative effect of changes in accounting principles (GASB No. 68 – Accounting and Financial Reporting for Pensions – an amendment of GASB No. 27). This restatement largely offset the positive performance evidenced in the Authority's operations (\$341.3 million in operating revenues and net operating income of \$134.3 million), in its income before capital contributions (\$65.5 million) and higher capital contributions during the year totaling \$36.8 million. Total net income before capital contributions and total capital contributions totaled \$102.3 million vs. \$76.5 million in 2014, an increase of \$25.8 million over 2014.

In 2014, the Authority's net position increased in the amount of \$76.5 million. Key factors impacting this increase were similar to those existent in 2015, continued strong operating revenues of \$330.9 million which fueled the increase in total operating and non-operating income before capital contributions of \$60.0 million. Capital contributions in 2014 totaled \$16.4 million vs. the \$36.7 million cited earlier for 2015.

The Authority's net position in 2013 increased by \$92.6 million, almost 81% of which was attributable to income before capital contributions of \$74.9 million.

Summary of Changes in Net Position

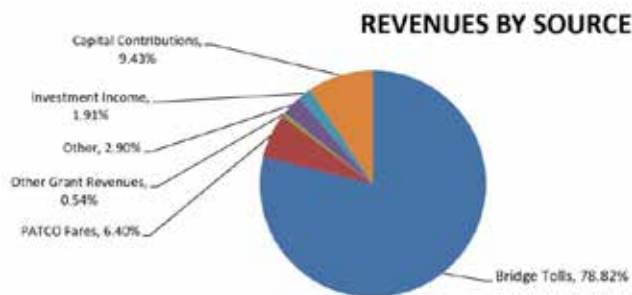
	<u>2015</u>	<u>2014</u>	<u>2013</u>
Operating revenues:			
Bridge tolls	\$307,240	\$297,267	\$293,863
PATCO passenger fares	24,943	24,257	25,908
Other	9,111	9,358	8,353
Total operating revenues	<u>341,294</u>	<u>330,882</u>	<u>328,124</u>
Operating expenses	(149,352)	(145,876)	(140,118)
Excess before depreciation and other non-operating income and expenses	191,942	185,005	188,006
Depreciation	<u>(57,614)</u>	<u>(57,425)</u>	<u>(54,801)</u>
Operating income	<u>134,328</u>	<u>127,580</u>	<u>133,205</u>
Non-operating revenues:			
Investment income, net of change in fair value	7,834	8,479	4,628
Gain on disposal of capital assets	1,691	-	-
Other	4,308	4,920	2,825
Total non-operating revenues	<u>13,833</u>	<u>13,399</u>	<u>7,453</u>
Non-operating expenses:			
Interest expense	(75,792)	(78,377)	(58,784)
Amortization expense	(100)	(100)	(100)
Economic development activities	(4,167)	(2,401)	(4,371)
Loss on disposal of capital assets	(1,732)	-	-
Bond issuance costs	-	-	(2,516)
Other	(842)	(76)	-
Total non-operating revenues	<u>(82,634)</u>	<u>(80,954)</u>	<u>(65,771)</u>
Income before capital contributions	65,527	60,025	74,887
Capital contributions	36,758	16,431	17,673
Cumulative effect of change in accounting principles- GASB No. 68 (for 2015)	<u>(101,760)</u>	<u>-</u>	<u>-</u>
Change in net position	<u>\$525</u>	<u>\$76,456</u>	<u>\$92,560</u>

REVENUE SUMMARY

Summary of revenues for the year ended December 31, 2015 and the amount and percentage change in relation to prior year amounts is as follows:

	2015 Amount	2014 Amount	Percent of Total	Increase/ (Decrease) From 2014	Percent Increase (Decrease)
Operating:					
Bridge tolls	\$307,240	\$297,267	78.82%	\$9,974	3.36%
PATCO passenger fares	24,943	24,257	6.40%	685	2.83%
Other	9,112	9,358	2.34%	(246)	-2.63%
Total operating	341,294	330,882	87.55%	10,413	3.15%
Non-Operating:					
Investment income	7,450	6,909	1.91%	541	7.84%
Other	2,193	3,613	0.56%	(1,420)	-39.30%
Other grant revenues	2,114	1,307	0.54%	807	61.79%
Capital contributions	36,758	16,431	9.43%	20,327	123.71%
Total Revenues (before change in fair value)	\$389,809	\$359,142	100.00%	\$30,668	8.54%
Change in fair value of derivatives	384	1,570	-	(1,186)	75.53%
TOTAL REVENUES	\$390,194	\$360,712	-	\$29,483	8.17%

- Total operating revenues in 2015 increased by \$10.4 million, or by 3.15%, primarily due to an increase in bridge operating revenues and a slight increase in passenger fare operating revenue, an increase of \$685 thousand.
- Bridge toll revenue increased by \$9.97 million, or by 3.36% during 2015 (Bridge tolls accounted for 90.0% of total operating revenues vs. 88.2% in 2014.) In 2015, traffic increased by 2.87%, for the first time in eight years, driven by, in part, a lack of inclement weather in 2015 and improvement in the overall economy seen primarily in the fourth quarter of 2015, and despite the reduction in traffic due to the Papal visit to the Philadelphia area in September of 2015.
- The year-to-year average toll rate increase, from \$6.21 to \$6.24, reflects an increase in overall commercial/bus traffic in 2015.
- PATCO net passenger fare revenues increased by 2.83%, primarily resultant from the impact of increased PATCO ridership of 162 thousand (up 1.62%). This increase was partially due to a lack of inclement weather and also attributable to the completion of the BFB/PATCO track rehabilitation project, which decreased track outages in 2015, thereby increasing ridership.

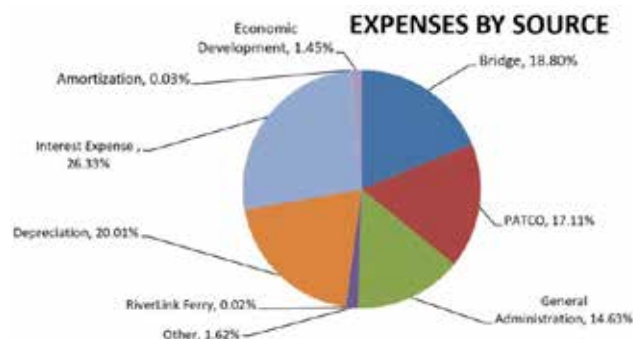


EXPENSE SUMMARY

A summary of expenses for the year ended December 31, 2015 and the amount and percentage change in relation to prior year amounts is as follows:

	2015 Amount	2014 Amount	Percent of Total	Increase/ (Decrease) From 2014	Percent Increase/ (Decrease)
Operating:					
Bridge	\$54,131	\$53,466	18.80%	\$665	1.24%
PATCO	49,259	47,130	17.11%	2,129	4.52%
General Administration	42,132	41,347	14.63%	785	1.90%
Other	3,781	3,745	1.31%	36	0.96%
River Link Ferry	49	189	0.02%	(140)	-74.34%
Depreciation	57,614	57,425	20.01%	189	0.33%
Total operating	206,966	203,302	71.89%	3,664	1.80%
Non-Operating:					
Interest Expense	75,792	78,377	26.33%	(2,585)	-3.30%
Amortization	100	100	0.03%	0	0.00%
Other	883	76	0.31%	807	0.00%
Economic Development	4,167	2,401	1.45%	1,767	73.60%
Total Non-Operating	80,943	80,954	28.11%	(11)	-0.01%
TOTAL EXPENSES	\$287,909	\$284,256	100.00%	\$3,653	1.29%

- Total operating expenses increased by \$3.7 million or 1.80%, attributable primarily to increases in PATCO and bridge operations, general administration and depreciation expenses. (PATCO accounted for 58.6% of the overall increase).
- Bridge and general administration (G&A) expenses for DRPA operations increased by a combined \$1.5 million (or 1.53%) versus 2014. The major factor impacting the increase in these expenses was that salaries and employee benefit costs were \$3.6 million more in 2015 than in 2014 (other expenses decreased from 2014 to 2015).
- PATCO operational expenses increased by \$2.1 million (or by 4.5%), primarily attributable to increases in transportation expenses and maintenance and way and power costs.
- Total non-operating expenses decreased very slightly, with reductions in interest expense offset by increases in economic development and other non-operating expenses.
- Interest expense decreased by \$2.6 million, which was primarily related to the annual reduction in debt outstanding (\$50.2 million).
- Economic development expenditures totaled \$4.2 million in 2015, an increase of nearly \$1.8 million (or 73.6%) from expenditures in 2014, resulting from higher payments on existing economic development projects.
- Total expenses increased by \$3.65 million (or by 1.29%) largely attributable to the aforementioned increases in total operating expenses.



SUMMARY OF CASH FLOW ACTIVITIES

The following shows a summary of the major sources and uses of cash and cash equivalents. Cash equivalents are considered highly liquid investments with a maturity of three months or less.

	2015	2014	2013
Cash flow from operating activities	\$182,185	\$183,194	\$186,605
Cash flow from non-capital financing activities	4,561	186	(2,149)
Cash flow from capital and related financing activities	(227,562)	(223,565)	336,339
Cash flow from investing activities	36,245	43,952	(496,165)
Net increase (decrease) in cash and cash equivalents	(4,571)	3,767	24,630
Cash and cash equivalents, beginning	34,296	30,529	5,899
Cash and cash equivalents, ending	<u>\$29,725</u>	<u>\$34,296</u>	<u>\$30,529</u>

Capital Assets and Debt Administration

Capital Assets. The Authority's investment in capital assets for its activities through December 31, 2015 amounted to \$1.43 billion (net of accumulated depreciation), an increase of \$77.8 million over the previous year. This investment in capital assets includes land, bridges, transit system, port enhancements, buildings and machinery. The total percentage increase in the Authority's investment in capital assets for the current year was 5.77%.

Major capital asset events during the current year included the following:

- PATCO track rehabilitation across the Ben Franklin Bridge in the amount of \$31.5 million.
- PATCO transit car rehabilitation and overhaul in the amount of \$50.0 million.
- De-leading and repainting (suspended span, towers and anchorages) work at the Walt Whitman Bridge in the amount of \$8.0 million.
- De-leading and repainting work at the Commodore Barry Bridge in the amount of \$20.0 million.
- Partially funding costs of implementing a new ERP (Enterprise Resource Planning) system in the amount of \$6.5 million.

Delaware River Port Authority's Capital Assets

(Net of depreciation)

	<u>2015</u>	<u>2014</u>	<u>2013</u>
Land	\$74,075	\$74,200	\$74,225
Construction in progress	441,577	348,278	290,453
Bridges and related buildings and equipment	582,262	616,193	634,795
Transit property and equipment	326,343	307,436	271,767
Port enhancements	1,535	1,890	2,214
Total	<u>\$1,425,792</u>	<u>\$1,347,997</u>	<u>\$1,273,454</u>

Additional information on the Authority's capital assets can be found in Note 7 on page 61 of this report.

Long-term debt. The Authority's total bond debt decreased to \$1.56 billion (shown below by issue) at year-end, down from \$1.61 billion at the prior's year end, a decrease of \$50.2 million. Of this amount, \$1.38 billion (or 88.4% of total debt) represents revenue bond debt backed by toll revenues from the Authority's bridges. The remaining debt of \$0.18 billion (or 11.6% of total debt) represents subordinated obligations of the Authority. The Authority's debt portfolio consists of \$0.98 billion (or 62.4% of total debt) in fixed-rate debt, with the remaining \$0.58 billion (or 37.6% of total debt) in variable rate mode; the variable rate debt is backed by five (5) direct-pay bank letters of credit.

Delaware River Port Authority's Outstanding Debt

(Revenue, Revenue Refunding, Port District Project and Port District Refunding Bonds)

	<u>2015</u>	<u>2014</u>	<u>2013</u>
1999 Port District Project Bonds	\$24,010	\$27,675	\$31,080
2008 Revenue Refunding Bonds	270,180	287,800	304,510
2010 Revenue Refunding Bonds	316,955	337,255	350,000
2010 Revenue Bonds	307,905	307,880	307,854
2012 Port District Project Refunding Bonds	156,725	164,779	172,915
2013 Revenue Bonds	487,223	487,789	488,356
Total (net of amortizing premium and discount)	<u>\$1,562,998</u>	<u>\$1,613,178</u>	<u>\$1,654,715</u>

Additional information on the Authority's outstanding debt can be found in the Letter of Transmittal on page 15 and in Note 12 which begins on page 74 of this report.

Bond Ratings. During the latter part of 2013, the Authority experienced its first major change in its bond ratings since 2010. In November 2013, just prior to the issuance of new revenue bonds, Standard and Poor’s (S&P) upgraded the Authority’s outstanding revenue bonds to “A” (from “A-“), with a stable outlook, and also raised the underlying rating on the outstanding port district project bonds to “BBB” (from “BBB-“). The ratings change reflected the Authority’s strong financial management with historical operating results under budget, its strong liquidity position (especially growth in its General Fund), the Board of Commissioners’ mandate to exit economic development, its focus on debt management restructuring and focus on “core infrastructure assets.” In December 2014, S&P affirmed the existing rates on all Authority bonds, with a stable outlook.

Moody’s underlying revenue bond (“A3”) and port district project bond (“Baa3”) ratings (issued in 2013), with a “stable” outlook, remain unchanged during 2015. (Moody’s affirmed the existing ratings in December 2015.)

The underlying debt ratings on the Authority’s bond issues, as of December 31, 2015, are shown below:

<u>Issue:</u>	<u>Moody’s:</u>	<u>S&P:</u>
Revenue and Revenue Refunding Bonds (2008, 2010 and 2013 bonds)	A3 Stable	A Stable
Port District Project and Port District Project Refunding Bonds (1999 and 2012 bonds)	Baa3 Stable	BBB Stable

Additional information related to the Authority’s bond ratings, including its “jointly supported transactions” ratings on its 2008 and 2010 Revenue Refunding Bonds can be found in the sub-section entitled “Bond Ratings” under Note 12 on pages 74-86 and “Commitments” under Note 16 on pages 88-91 of this report.

Economic Factors and Next Year’s Budgets

The following factors were considered in preparing the Authority’s budget for the 2016 year:

- Slow to moderate growth in the overall regional economy.
- No bridge toll or PATCO fare increases during 2016.
- Budgeted bridge traffic is expected to increase by 590 thousand vehicles to 48.0 million vehicles, a 1.25% increase, based on modest expectations of little change in underlying economic factors.
- Bridge toll revenues are projected to approach \$292.1 million, a modest increase of 0.4%, which represents a \$1.15 million increase in budgeted toll revenues vs. 2015. (Net toll revenues include a three-day adjustment for the projected impact of inclement weather and an increase in average toll).

- Increase of 2.27% in projected total PATCO fares and other revenues versus 2015, increasing from \$26.0 million to \$26.6 million. The expected increase in revenues is resultant from an anticipated increase in the passenger ridership, largely attributable to the completion of the Ben Franklin Bridge/PATCO track rehabilitation project.
- Ridership is budgeted to increase slightly by 200 thousand (or by 1.96 %) vs. the 2015 budget, to a total of 10.4 million riders annually.
- Biennial inspection costs are estimated to be \$3.0 million in 2016, a budgeted increase of \$2.8 million (no biennial inspection in 2015).
- DRPA operating expense increase of nearly \$7.4 million, or an 8.3% increase, primarily attributable to increased employer contributions for pension and insurance costs. The PATCO operating budget increased by \$2.2 million, or by 4.24%, attributable primarily due to payroll, pension-related and purchased power costs. The combined DRPA and PATCO budgeted operating expenses are expected to increase from \$141.3 million to total \$148.0 million, or a 4.78% increase over 2015.
- Budgeted total debt service remains flat at \$130.9 million, 85.6% of which is attributable to debt on the revenue bonds (senior debt). (No bond issuance anticipated in 2016).
- Bank direct pay letters of credit and remarketing costs (related to the 2008 and 2010 Revenue Refunding variable rate bonds) are expected to decrease by approximately \$0.55 million, a 13.1% decrease (this reduction in budgeted fees is attributable to the Authority's 2013 restructuring efforts, a reduction in one bank's LOC facility fees during 2015 and the annual reduction in total variable rate bonds outstanding in 2016).
- Capital Budget expenditures for 2016 are budgeted to be approximately \$166.6 million up significantly by \$20.2 million from the \$146.4 million budgeted for 2015. Large capital projects in 2016 include several significant projects, including the Ben Franklin Bridge Resurfacing, Walt Whitman and Commodore Barry Bridge Repainting projects, and the PATCO fleet car rehabilitation project, which together are budgeted to exceed \$76.4 million in expenditures (net of federal funding) in 2016.

The Authority's actual financial results could vary materially from management's expectations because of changes in the above factors, and other risks and uncertainties that adversely impact the Authority's operations.

Requests for Information

This financial report is designed to provide a general overview of the Authority's activities for all of those with an interest in the Authority's activities through December 31, 2015. Questions from interested parties concerning any of the information provided in this report or requests for additional financial information should be addressed to the Office of the Chief Financial Officer, Delaware River Port Authority, One Port Center, 2 Riverside Drive, P.O. Box 1949, Camden, NJ 08101-1949.

DELAWARE RIVER PORT AUTHORITY

Combined Statements of Net Position
December 31, 2015 and 2014
(amounts expressed in thousands)

	2015	2014
Assets		
Current Assets		
Cash and cash equivalents	\$ 27,305	\$ 31,049
Investments	487,706	434,116
Accounts receivable, net of allowance for uncollectibles	16,315	9,137
Accrued interest receivable	333	426
Transit system and storeroom inventories	5,983	6,000
Economic development loans - current	576	3,774
Prepaid expenses	5,426	5,253
Restricted assets		
Cash and cash equivalents	2,420	3,247
Investments	244,407	240,692
Accrued interest receivable	4	4
Total current assets	790,475	733,698
Noncurrent Assets		
Restricted investments for capital projects	153,259	239,730
Capital assets, net of accumulated depreciation		
Land	74,100	74,225
Construction in progress	441,577	348,278
Bridges and related buildings and equipment	582,262	616,193
Transit property and equipment	326,343	307,436
Port enhancements	1,535	1,890
Total capital assets	1,425,817	1,348,022
Other		
Economic development loans, net of allowance for uncollectibles	12,623	14,169
Debt insurance costs, net of amortization	1,195	1,295
Total other assets	13,818	15,464
Total noncurrent assets	1,592,894	1,603,216
Total assets	2,383,369	2,336,914
Deferred Outflows of Resources		
Accumulated decrease in fair value of hedging derivatives	103,269	116,424
Pension related amounts	14,395	
Loss on refunding of debt	10,154	12,339
Total deferred outflows of resources	127,818	128,763

(Continued)

DELAWARE RIVER PORT AUTHORITY

Combined Statements of Net Position

December 31, 2015 and 2014

(amounts expressed in thousands)

	2015	2014
Liabilities		
Current Liabilities		
Accounts payable		
Retained amounts on contracts	\$ 9,458	\$ 10,390
Other	28,554	27,406
Accrued liabilities		
Claims and judgments	681	721
Self-insurance	2,035	2,000
Pension	3,216	2,660
Sick and vacation leave benefits	1,982	975
Other	1,198	1,484
Unearned revenue	4,212	4,421
Liabilities payable from restricted assets		
Accrued interest payable	24,017	24,285
Bonds payable - current	50,010	47,385
Total current liabilities	<u>125,363</u>	<u>121,727</u>
Noncurrent Liabilities		
Accrued liabilities		
Claims and judgments	1,839	1,936
Self-insurance	2,591	2,583
Sick and vacation leave benefits	1,980	2,922
Net pension liability	114,682	
Other postemployment benefits	26,352	31,445
Unearned revenue	4,546	4,909
Premium payment payable - derivative companion instrument	25,237	29,335
Derivative instrument - interest rate swap	103,642	117,182
Bonds payable, net of unamortized discounts and premiums	1,512,988	1,565,793
Total noncurrent liabilities	<u>1,793,857</u>	<u>1,756,105</u>
Total liabilities	<u>1,919,220</u>	<u>1,877,832</u>
Deferred Inflows of Resources		
Pension related amounts	3,597	
Total deferred inflows of resources	<u>3,597</u>	<u>-</u>
Net Position		
Net investment in capital assets	203,366	174,762
Restricted for:		
Debt requirements	204,157	198,302
Port projects	15,328	16,702
Unrestricted	165,519	198,079
Total net position	<u>\$ 588,370</u>	<u>\$ 587,845</u>

The accompanying notes to the combined financial statements are an integral part of these statements.

DELAWARE RIVER PORT AUTHORITY

Combined Statements of Revenues, Expenses and Changes in Net Position
For the Years Ended December 31, 2015 and 2014
(amounts expressed in thousands)

	2015	2014
Operating Revenues		
Bridges		
Tolls	\$ 307,240	\$ 297,267
Other operating revenues	6,435	7,702
Total bridge operating revenues	<u>313,675</u>	<u>304,969</u>
Transit system		
Passenger fares	24,943	24,257
Other operating revenues	1,661	1,506
Total transit system operating revenues	<u>26,604</u>	<u>25,763</u>
Port of Philadelphia and Camden		
RiverLink	30	
Total Port of Philadelphia and Camden	<u>30</u>	<u>-</u>
Other		
Miscellaneous	985	150
Total operating revenues	<u>341,294</u>	<u>330,882</u>
Operating Expenses		
Operations	103,390	100,596
Community impact	3,781	3,745
General and administration	42,132	41,347
Port of Philadelphia and Camden	49	189
Depreciation	57,614	57,425
Total operating expenses	<u>206,966</u>	<u>203,302</u>
Operating Income	<u>134,328</u>	<u>127,580</u>
Nonoperating Revenues (Expenses)		
Investment income	7,450	6,909
Change in fair value of derivative instruments	384	1,570
	7,834	8,479
Interest expense	(75,792)	(78,377)
Amortization expense	(100)	(100)
Economic development activities	(4,167)	(2,401)
Gain on disposal of capital assets	1,691	
Loss on disposal of capital assets	(1,732)	
Other nonoperating revenues	2,193	3,613
Other grant revenues	2,114	1,307
Other nonoperating expenses	(842)	(76)
Total nonoperating revenues (expenses)	<u>(68,801)</u>	<u>(67,555)</u>

(Continued)

DELAWARE RIVER PORT AUTHORITY

Combined Statements of Revenues, Expenses and Changes in Net Position
For the Years Ended December 31, 2015 and 2014
(amounts expressed in thousands)

	2015	2014
Income before capital contributions	\$ 65,527	\$ 60,025
Capital Contributions		
Federal and state capital improvement grants	36,758	16,431
Change in net position	102,285	76,456
Net Position, January 1	587,845	511,389
Cumulative effect of change in accounting principles	(101,760)	
Net Position, January 1 (Restated)	486,085	511,389
Net Position, December 31	\$ 588,370	\$ 587,845

The accompanying notes to the combined financial statements are an integral part of these statements.

DELAWARE RIVER PORT AUTHORITY

Combined Statements of Cash Flows
For the Years Ended December 31, 2015 and 2014
(amounts expressed in thousands)

	2015	2014
Cash Flows from Operating Activities		
Receipts from customers and users	\$ 338,219	\$ 334,374
Payments for other goods or services	(59,772)	(55,606)
Payments for employees services	(98,111)	(99,187)
Other receipts	1,849	3,613
Net cash provided by (used in) operating activities	<u>182,185</u>	<u>183,194</u>
Cash Flows from Noncapital Financing Activities		
Payments for economic development activities	(2,670)	(1,743)
Repayments of economic development loans	4,808	737
Grants received	2,423	1,192
Net cash provided by (used in) noncapital financing activities	<u>4,561</u>	<u>186</u>
Cash Flows from Capital and Related Financing Activities		
Acquisition and construction of capital assets	(135,025)	(129,153)
Proceeds from sales of capital assets	3,548	
Capital contributions received	32,068	16,632
Principal paid on bonded debt	(47,385)	(38,650)
Interest paid on debt	(80,768)	(72,394)
Net cash provided by (used in) capital and related financing activities	<u>(227,562)</u>	<u>(223,565)</u>
Cash Flows from Investing Activities		
Proceeds from sales and maturities of investments	699,551	819,383
Purchase of investments	(670,525)	(781,032)
Interest received	7,219	5,601
Net cash provided by (used in) provided by investing activities	<u>36,245</u>	<u>43,952</u>
Net increase (decrease) in cash and cash equivalents	<u>(4,571)</u>	<u>3,767</u>
Cash and Cash Equivalents, January 1, (including \$3,247 and \$6,981 reported as restricted)	<u>\$ 34,296</u>	<u>\$ 30,529</u>
Cash and Cash Equivalents, December 31, (including \$2,420 and \$3,247 reported as restricted)	<u>\$ 29,725</u>	<u>\$ 34,296</u>

(Continued)

DELAWARE RIVER PORT AUTHORITY
Combined Statements of Cash Flows
For the Years Ended December 31, 2015 and 2014
(amounts expressed in thousands)

	2015	2014
Reconciliation of Operating Income to Net Cash		
Provided by Operating Activities:		
Operating income	\$ 134,328	\$ 127,580
Adjustments to reconcile operating income to net cash provided by operating activities:		
Depreciation	57,614	57,425
Changes in assets and liabilities:		
(Increase) decrease in accounts receivable	(2,861)	2,488
Decrease in transit system and storeroom inventories	18	512
(Increase) in prepaid expenses	(174)	(2,930)
(Decrease) increase in accounts payable and accrued wages	(3,522)	6,000
Increase in accrued pension payable	556	782
(Decrease) increase in unearned revenue	(214)	1,004
(Decrease) in claims and self-insurance	(94)	(3,300)
Increase (decrease) in sick and vacation leave benefits payable	63	(223)
(Decrease) increase in other accrued liabilities	(5,379)	(9,757)
Other revenues	1,849	3,613
Net cash provided by operating activities	\$ 182,185	\$ 183,194
Noncash Investing, Capital and Financing Activities:		
Accretion of interest on premium payment payable - derivative companion instrument	\$ 1,372	\$ 1,571
Increase (decrease) in accumulated change in fair value of hedging derivatives resulting from change in fair value	\$ 13,155	\$ (2,106)
Grant revenue included in accounts receivable	\$ 400	\$ 709
Capital contributions included in accounts receivable	\$ 8,170	\$ 3,481
Acquisition of capital assets included in accounts payable	\$ 14,453	\$ 12,211

The accompanying notes to the combined financial statements are an integral part of these statements.

DELAWARE RIVER PORT AUTHORITY

Other Postemployment Benefits Trust
Combined Statements of Trust Net Position Available for Benefits
December 31, 2015 and 2014
(amounts expressed in thousands)

	2015	2014
Assets		
Investments	\$ 15,747	\$ 10,780
Total current assets	15,747	10,780
Net Position		
Held in trust for retiree health benefits	15,747	10,780
Total net position	\$ 15,747	\$ 10,780

The accompanying notes to the combined financial statements are an integral part of these statements.

DELAWARE RIVER PORT AUTHORITY

Other Postemployment Benefits Trust
Combined Statements of Changes in Trust Net Position
For the Years Ended December 31, 2015 and 2014
(amounts expressed in thousands)

	2015	2014
Additions		
Employer contributions	\$ 9,929	\$ 15,600
Investment income (expenses)	<u>(1)</u>	<u>1</u>
Total additions	<u>9,928</u>	<u>15,601</u>
Deductions		
Benefit payments	4,929	4,810
Administrative expenses	<u>32</u>	<u>11</u>
Total deductions	<u>4,961</u>	<u>4,821</u>
Increase in net position	4,967	10,780
Net Position, January 1	<u>10,780</u>	<u>-</u>
Net Position, December 31	<u><u>\$ 15,747</u></u>	<u><u>\$ 10,780</u></u>

The accompanying notes to the combined financial statements are an integral part of these statements.

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
For the Years Ended December 31, 2015 and 2014
(dollars expressed in thousands)

Note 1. Summary of Significant Accounting Policies

Description of Operations: The Delaware River Port Authority (the "Authority") is a public corporate instrumentality of the Commonwealth of Pennsylvania (the "Commonwealth") and the State of New Jersey (the "State"), created with the consent of Congress by compact legislation between the Commonwealth and the State. The Authority has no stockholders or equity holders. The Authority is vested with the ownership, control, operation, and collection of tolls and revenues of certain bridges spanning the Delaware River; namely, the Benjamin Franklin, Walt Whitman, Commodore Barry, and Betsy Ross bridges. The Authority has also constructed, and owns, a high-speed transit system that is operated by the Port Authority Transit Corporation ("PATCO"). The transit system operates between Philadelphia, Pennsylvania and Lindenwold, New Jersey.

The costs of providing facilities and services to the general public on a continuing basis are recovered primarily in the form of tolls and fares. The Authority is a member of the E-ZPass Interagency Group, the largest interoperable Electronic Toll Collection System in the world, comprised of twenty-five (25) agencies in fifteen (15) states. Through December 31, 2015, customer participation in the E-ZPass electronic toll collection process exceeded seventy percent (71.2%) of its toll collection activity during rush hour periods. Toll revenues collected through E-ZPass now exceed sixty-eight percent (68.5%) of total toll revenues. The Office of the Chief Operating Officer manages the RiverLink Ferry System, which runs daily between Penn's Landing in Philadelphia and the Camden Waterfront during its operating season, as well as the Authority's eleven-story office building in Camden, New Jersey.

Basis of Presentation: The combined financial statements of the Authority have been prepared in conformity with accounting principles generally accepted in the United States of America, as applied to governmental units. The Governmental Accounting Standards Board ("GASB") is the accepted standard setting body for establishing governmental accounting and financial reporting principles.

As part of the Authority's combined financial statements, two funds are maintained: a proprietary fund (enterprise fund) and a fiduciary fund (other employee benefit trust fund). The focus of enterprise funds is the measurement of economic resources, that is, the determination of operating income, changes in net position (or cost recovery), financial position, and cash flows. The focus of fiduciary funds is also the measurement of economic resources.

The enterprise fund is maintained on the accrual basis of accounting. Enterprise funds account for activities (i) that are financed with debt that is secured solely by a pledge of the net revenues from fees and charges of the activity; or (ii) that are required by law or regulations that the activity's cost of providing services, including capital cost (such as depreciation or debt service), be recovered with fees and charges, rather than with taxes or similar revenues; or (iii) that the pricing policies of the activity establish fees and charges designed to recover its costs, including capital costs (such as depreciation or debt service). Under this method, revenues are recorded when earned and expenses are recorded when the related liability is incurred.

The fiduciary fund is also maintained on the accrual basis of accounting. The fiduciary fund accounts for the recording and accumulation of other postemployment benefit resources, which are held in trust for the exclusive benefit of the Authority's retirees. This fund is referred to as the "Other Postemployment Benefits ("OPEB") Trust.

Cash and Cash Equivalents: The Authority considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents (Note 2). In addition, according to the various Indentures of Trust, which govern the flow and accounting of the Authority's financial resources, certain accounts are required to be maintained in order to comply with the provisions of the Indentures of Trust. For the accounts that are restricted, the Authority has recorded the applicable cash and cash equivalents as restricted on the combined financial statements (Page 38).

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
For the Years Ended December 31, 2015 and 2014
(dollars expressed in thousands)

Note 1. Summary of Significant Accounting Policies (Continued)

Investment in Securities: Investments are stated at fair value, generally based on quoted market prices. Certain investments are maintained in connection with the Authority's bonded debt (Notes 3 and 12) and the OPEB Trust. Likewise, as with cash and cash equivalents, the accounts that are restricted as per the various Indentures of Trust have been recorded as restricted investments on the combined financial statements (Page 38).

Accounts Receivable: The Authority establishes a provision for the estimated amount of uncollectible accounts based upon periodic analysis of collection history.

Transit System Inventory: Transit system inventory, consisting principally of spare parts for maintenance of transit system facilities, is stated at the lower of cost (first-in, first-out method) or market.

Debt Insurance Costs, Bond Premiums, Bond Discounts, and Loss on Refunding: Insurance purchased as part of the issuance of debt is amortized by the straight-line method from the issue date to maturity and is recorded as a noncurrent asset on the combined statements of net position. Bond premiums and discounts are amortized by the effective interest method from the issue date to maturity, and are presented as an adjustment to the face amount of the bonds. Likewise, a loss on refunding arising from the issuance of the revenue bonds and port district project bonds are amortized by the effective interest method from the issue date to maturity. The loss on refunding of debt, however, is classified as a deferred outflow of resources on the combined statements of net position.

Investment in Facilities: Investment in facilities is stated at cost, which generally includes expenses for legal expenses incurred during the construction period. Investment in facilities also includes the cost incurred for port-related projects, and improvements, enlargements and betterments to the original facilities. Replacements of existing facilities (except for primarily police and certain other vehicles whose estimated useful life is two years or less) are also recorded at cost. The related costs and accumulated depreciation of the property replaced are removed from the respective accounts, and any gain or loss on disposition is credited or charged to non-operating revenues or expenses. Assets capitalizable generally have an original cost of five thousand dollars or more and a useful life in excess of three years. Depreciation and amortization are provided using the straight-line method over the estimated useful lives of the related assets, including those financed by federal and state contributions (Notes 7 and 14).

Asset lives used in the calculation of depreciation are generally as follows:

Bridges, freeways and tunnels	100 years
Buildings, stations and certain bridge components	35 - 50 years
Electrification, signals and communications system	30 - 40 years
Transit cars, machinery and equipment	10 - 25 years
Computer equipment, automobiles and other equipment	3 - 10 years

Maintenance and Repairs: Maintenance and repair costs considered necessary to maintain bridge facilities in good operating condition are charged to operations as incurred.

Self-insurance: The Authority provides for the uninsured portion of potential public liability and workers' compensation claims through self-insurance programs and charges current operations for estimated claims to be paid (Note 15).

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
For the Years Ended December 31, 2015 and 2014
(dollars expressed in thousands)

Note 1. Summary of Significant Accounting Policies (Continued)

Pensions: For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the Pennsylvania State Employees' Retirement System ("SERS") and the State of New Jersey Public Employees' Retirement System ("PERS"), and additions to/deductions from SERS and PERS fiduciary net position have been determined on the same basis as reported by the plans. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

Economic Development Activities: The Authority establishes loan loss provisions for economic development loans receivable, based upon collection history and analysis of creditor's ability to pay. The Authority has established a loss reserve in the amount of \$1,345 as of December 31, 2015 and 2014 for its economic development loans outstanding.

Net Position: Net position is classified in the following three components:

Net Investment in Capital Assets: This component of net position consists of capital assets, net of accumulated depreciation, reduced, by the outstanding balances of any bonds, notes or other borrowings that are attributable to the acquisition, construction, or improvement of those assets. If there are significant unspent related debt proceeds at year-end, the portion of the debt attributable to the unspent proceeds is not included in the calculation of net investment in capital assets. Rather, that portion of the debt is included in the same net position component as the unspent proceeds.

Restricted: This component of net position consists of external constraints imposed by creditors (such as debt covenants), grantors, contributors, laws or regulations of other governments, or constraints imposed by law through constitutional provisions or enabling legislation, that restricts the use of net position.

Unrestricted: This component of net position consists of a net position that does not meet the definition of "restricted" or "net investment in capital assets." This component includes net position that may be allocated for specific purposes by the Board. A deficiency will require future funding.

Operating and Non-Operating Revenues and Expenses: Operating revenues include all revenues derived from facility charges (i.e., toll revenues, which include E-ZPass revenues), PATCO operations (passenger fare, advertising and parking), and other revenue sources. Non-operating revenues principally consist of interest income earned on various interest-bearing accounts and on investments in debt securities.

Operating expenses include expenses associated with the operation, maintenance, and repair of the bridges, PATCO, Port of Philadelphia and Camden ("PPC") operations, and general administrative expenses. Non-operating expenses principally include expenses attributable to the Authority's interest on funded debt and economic development activities.

When both restricted and unrestricted resources are available for use, it is the Authority's policy to use restricted resources first, then unrestricted resources as they are needed.

Debt Management: Total outstanding bond debt reflected on the statements of net position is net of unamortized bond discounts and premiums (Page 39). The Authority presently has two active interest rate hedge (swap) agreements (derivative instruments) with The Toronto-Dominion Bank and Wells Fargo Bank, N.A., respectively, to hedge interest rates on a portion of its outstanding long-term debt (Note 4).

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
For the Years Ended December 31, 2015 and 2014
(dollars expressed in thousands)

Note 1. Summary of Significant Accounting Policies (Continued)

Derivative Instruments and the Related Companion Instruments: The Authority has entered into two interest rate swap agreements with the Bank of America, N.A. for the primary purposes of investing and for the aforementioned purpose of hedging interest rates on its outstanding long-term debt. In accordance with Governmental Accounting Standards Board Statement No. 53, *Accounting and Financial Reporting for Derivative Instruments*, all activity related to the interest rate swap agreements has been recorded on the combined financial statements and is further detailed in Note 4.

Budget: In accordance with Section 5.15 of the 1998 Revenue Refunding Bonds Indenture of Trust and its Supplemental Indentures and Section 5.07 of the 1999 and 2012 Port District Project Bond Indentures of Trust, the Authority must annually adopt an Annual Budget on or before December 31 for the ensuing year. Section 5.15 of the 1998 Revenue Refunding Bond Indenture of Trust requires that the Authority, on or before December 31, in each year, adopt a final budget for the ensuing year of (i) operational expenses, (ii) the PATCO Subsidy, (iii) the amount to be deposited to the credit of the Maintenance Reserve Fund, and (iv) the estimated amounts to be deposited into the Debt Service Fund, the Debt Service Reserve Fund, and the Rebate Fund. Each Annual Budget must also contain the Authority's projections of revenues for the ensuing year demonstrating compliance with the covenant as to facility charges as set forth in Section 5.09 of the Indentures of Trust. On or before December 31 in each year, the Authority must file a copy of the Annual Budget for the ensuing year with the Trustees.

The Port District Project Bond Indentures require the following: the adopted budget must set forth, inter alia, the PATCO Subsidiary, the amount of any operating subsidy paid or payable by the Authority to or for the account of any other subsidiary of the Authority (including, without limitation, the Port of Philadelphia and Camden) and all other material operating expenses of the Authority payable from the General Fund. (See Note 11 for description of funds established under the Trust Indentures.) The Authority must also include the debt service payable on the bonds and any additional subordinated indebtedness during the ensuing year and all amounts required to be paid by the Authority into the Debt Service Reserve Fund or the Rebate Fund or to any Reserve Fund Credit Facility issuer during the ensuing year. On or before December 31, in each year, the Authority must file a copy of the Annual Budget for the ensuing year with the Trustees and Credit Facility Issuer.

The Authority filed the appropriate budgets as described above to its bond trustees by December 31, 2015 and 2014, in compliance with the bond indentures.

The Authority may at any time adopt an amended or supplemental Annual Budget for the remainder of the then-current year, which shall be treated as the Annual Budget under the provisions of the Indentures of Trust. A copy of any amended or supplemental Annual Budget must be promptly filed with the Trustee.

Interfunds: Interfund receivables/payables represent amounts that are owed, other than charges for goods and services rendered, to/from a particular fund. These receivables/payables are eliminated during the aggregation process.

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

Income Taxes: The Authority is a public corporate instrumentality of the State of New Jersey and the Commonwealth of Pennsylvania, and as described in its amended governing Compact, has been "deemed to be exercising an essential government function in effectuating such purposes," and therefore is exempt from income taxes pursuant to the Internal Revenue Code (Section 115).

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
For the Years Ended December 31, 2015 and 2014
(dollars expressed in thousands)

Note 1. Summary of Significant Accounting Policies (Continued)

Impact of Recently Issued Accounting Principles: GASB Statement No. 68, *Accounting and Financial Reporting for Pensions - an amendment of GASB Statement No. 27*, GASB Statement No. 71, *Pension Transition for Contributions Made Subsequent to the Measurement Date - an amendment of GASB Statement No. 68*, and GASB Statement No. 78, *Pensions Provided through Certain Multiple-Employer Defined Benefit Pension Plans*, were implemented by the Authority as of January 1, 2015. The objective of these Statements is to improve the information provided in government financial reports about pension benefits provided to employees.

Adoption of these standards required the Authority to measure and recognize liabilities, deferred outflows of resources, deferred inflows of resources, and expense/expenditures related to their defined benefit pensions, those being the Pennsylvania State Employees' Retirement System ("SERS") and the State of New Jersey Public Employees' Retirement System ("PERS").

For additional information related to pension plans through which pension benefits are provided to Authority employees, see note 9.

The cumulative effect of adopting GASB Statements No. 68 and the amendments described above is summarized as follows:

Cumulative effect of adopting GASB Statement No. 68

Net Position, January 1, 2015	\$ 587,845
Increases in Net Position:	
Deferred outflows of resources	7,717
Decreases in Net Position:	
Accounts payable	(66)
Accrued expense	(21)
Deferred inflows of resources	(575)
Net pension liability	(108,815)
Cumulative effect of change in accounting principles	(101,760)
Net Position, January 1, 2015 (as restated)	<u>\$ 486,085</u>

Note 2. Cash and Cash Equivalents

Custodial Credit Risk Related to Deposits: Custodial credit risk is the risk that, in the event of a bank failure, the Authority's deposits might not be recovered. The Authority does not have a deposit policy for custodial credit risk. As of December 31, 2015 and 2014, the Authority's bank balances of \$56,765 and \$52,130 (including certificates of deposit of \$13,649 and \$13,622 classified as investments in the statements of net position) respectively, were exposed to custodial credit risk as follows:

	2015	2014
Uninsured and uncollateralized	<u>\$ 54,628</u>	<u>\$ 49,982</u>
Uninsured and collateralized (collateral held by bank's department or agent, but not in the Authority's name)	<u>\$ 830</u>	<u>\$ 685</u>

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
For the Years Ended December 31, 2015 and 2014
(dollars expressed in thousands)

Note 3. Investment in Securities

Excluding the investments of the OPEB Trust, the Authority's investments in various securities are maintained for specified funds in accordance with the provisions of the Indenture of Trust adopted as of July 1, 1998 or the Authority's General Fund investment policy (for unrestricted investments).

Custodial Credit Risk Related to Investments: For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, the Authority will not be able to recover the value of its investments or collateral securities that are in possession of an outside party. Of the Authority's investments at December 31, 2015 and 2014, \$885,372 and \$900,916, respectively, consisted of investments in asset backed securities, commercial paper, corporate bonds and notes, municipal bonds, repurchase agreements, U.S. federal agency notes and bonds, and U.S. government treasuries, are uninsured, not registered in the name of the Authority, and held by the counterparty's trust department or agent but not in the Authority's name.

As of December 31, 2015 and 2014, the Authority had the following investments:

Investment	Maturities	2015	2014
Asset back securities	335.43 months average	\$ 130	\$ 193
Commercial paper	6.40 months average		50,092
Corporate bonds and notes	40.66 months average	39,411	44,714
Municipal bonds	26.73 months average		110
Repurchase agreements	daily	1,078	1,001
Short-term investments	3.06 months average	777,744	746,452
U.S. federal agency notes and bonds	188.49 months average	13,485	11,751
U.S. government treasuries	29.51 months average	53,524	46,603
		885,372	900,916
Certificates of deposits held at banks		13,649	13,622
Total		<u>\$ 899,021</u>	<u>\$ 914,538</u>

The weighted average maturity of the Authority's investment portfolio was 9.20 and 8.85 months as of December 31, 2015 and 2014, respectively.

The short-term investments listed above consist of money market funds. Since it is the policy of the Authority to utilize these funds for the purchase of investments with longer maturities, these amounts have been classified as investments in the statements of net position as opposed to cash and cash equivalents.

Interest Rate Risk: The Authority's General Fund investment policy limits investment maturities (on unrestricted investments) as a means of managing its exposure to fair value losses arising from increasing interest rates and is as follows: the average effective duration of the portfolio is not to exceed twenty-four months, and the maximum effective duration of any individual security is not to exceed five years, unless otherwise specified.

Credit Risk: Investments are purchased in accordance with the 1998 Indenture of Trust and its Supplemental Indenture and General Fund investment parameters and generally include U.S. government obligations, money market funds, obligations of U.S. agencies or instrumentalities, and obligations of public agencies or municipalities rated in either of the two highest rating categories by Standard & Poor's Ratings or Moody's Investors Services. In accordance with the 1998 Indenture of Trust and its Supplemental Indentures, the Authority invests in corporate bonds and commercial paper rated A-1 by Standard and Poor's Corporation.

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
For the Years Ended December 31, 2015 and 2014
(dollars expressed in thousands)

Note 3. Investment in Securities (Continued)

Credit Risk (Continued): Guaranteed income contracts are collateralized by U.S. government and agency securities, and debt obligations having a rating in the highest rating category from Moody's Investors Service or Standard and Poor's Rating Services.

As of December 31, 2015, the following are the actual ratings by Standard & Poor's:

Actual Rating	Asset Backed Securities	Corporate Bonds and Notes	Repurchase Agreements	U.S. Federal Agency Notes and Bonds	US Government Treasuries
AAA	-	\$ 1,178	-	-	-
AA+	-	855	-	\$ 8,687	-
AA	-	1,021	-	-	-
AA-	-	2,211	-	-	-
A+	-	2,731	-	-	-
A-	-	1,898	-	-	-
A	-	3,299	-	-	-
BBB+	-	1,941	-	-	-
Unrated	\$ 130	24,277	\$ 1,078	4,798	\$ 53,524
	<u>\$ 130</u>	<u>\$ 39,411</u>	<u>\$ 1,078</u>	<u>\$ 13,485</u>	<u>\$ 53,524</u>

As of December 31, 2015, the following are the actual ratings by Moody's:

Actual Rating	Asset Backed Securities	Corporate Bonds and Notes	Repurchase Agreements	U.S. Federal Agency Notes and Bonds	US Government Treasuries
Aaa	-	\$ 1,478	-	\$ 8,188	-
Aa1	-	1,062	-	-	-
Aa2	-	1,760	-	-	-
Aa3	-	800	-	-	-
A1	-	3,643	-	-	-
A2	-	3,353	-	-	-
A3	-	2,790	-	-	-
Baa1	-	249	-	-	-
Unrated	\$ 130	24,276	\$ 1,078	5,297	\$ 53,524
	<u>\$ 130</u>	<u>\$ 39,411</u>	<u>\$ 1,078</u>	<u>\$ 13,485</u>	<u>\$ 53,524</u>

Concentration of Credit Risk: The Authority's investment policy on the concentration of credit risk for its General Fund investments states that no limitations exist on the purchase of investments in obligations of the U.S. government and U.S. federal agencies since they are fully guaranteed by the U.S. government.

For the purchase of investments in obligations of all other issuers, total investments held from any one issuer shall not exceed ten percent (10%) of the aggregate market value of the entire portfolio, except for repurchase agreements, which, from any one issuer, shall not exceed twenty-five percent (25%) of the aggregate market value of the portfolio.

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Note 3. Investment in Securities (Continued)

Concentration of Credit Risk (Continued): As of December 31, 2015, the Authority had \$50,092 of investments in Fortis Funding commercial paper. These investments are held under the Indentures of Trust (Debt Service Reserve Funds) and represent 5% of the Authority's total investments for 2014. As of December 31, 2015, the Authority held no investment that represented 5% or more of the total investment balance at December 31, 2015.

OPEB Trust:

As of December 31, 2015 and 2014, the Authority had the following investments in the OPEB Trust:

Investment	Maturities	2015	2014
Mutual funds - money market	1.00 months average	\$ 15,747	\$ 10,780

Interest Rate Risk: The Authority's investment policy for the OPEB Trust calls for highly liquid, short-term investments. As a result, the fund invests in a variety of high quality money market securities designed to allow the fund to maintain a stable net asset value of \$1.00 per share. These instruments include commercial paper, U.S. government agency notes, certificates of deposit, time deposits, and other obligations issued by domestic and foreign banks. Such investments in an open-end mutual fund are not subject to custodial credit risk because their existence is not evidenced by securities that exist in physical or book entry form.

Credit Risk: As of December 31, 2015, the actual rating by Standard & Poor's for the mutual fund was A1+. The credit rating reflects Standard & Poor's short-term issuer debt rating.

Note 4. Derivative Instruments

In accordance with the requirements of Governmental Accounting Standards Board Statement No. 53, *Accounting and Financial Reporting for Derivative Instruments* ("GASBS 53"), related to derivative instruments, the Authority engaged a financial advisory firm to analyze the effectiveness of the two "cash-flow hedges" (specifically the 1995 and 1999 Revenue Bond swaptions). Both swaptions were found to be substantially effective. At December 31, 2015 and 2014, the value of the pay-fixed interest rate swap (1995 Revenue Bond Swaption) was (\$46,732) and (\$52,714), respectively. At December 31, 2015 and 2014, the value of the pay-fixed interest rate swap (1999 Revenue Bond Swaption) was (\$56,537) and (\$63,710), respectively. The pay-fixed interest rate swaps are classified as deferred outflows of resources on the combined statement of net position, and total \$103,269 and \$116,424 at December 31, 2015 and 2014, respectively.

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Note 4. Derivative Instruments (Continued)

The fair value balance and notional amounts of derivative instruments outstanding at December 31, 2015 and 2014, classified by type, and the changes in fair value of such derivative instruments for the year ended as reported in the 2015 and 2014 combined financial statements are as follows (debit (credit)):

	Classifi- cation	Changes in Fair Value		Classifi- cation	Fair Value at December 31,		Notional		
		Amount			Amount				
		2015	2014		2015	2014	2015	2014	
Investment derivatives:									
Receive-fixed interest rate swaption (1999 PDP, Series B, Debt Service Reserve Fund)	Interest revenue	\$ 66	\$ 161	Derivative instrument	\$ (78)	\$ (144)	\$ 10,436	\$ 10,436	
Receive-fixed interest rate swaption (1999 Revenue Bonds Debt Service Reserve Fund)	Interest revenue	253	611	Derivative instrument	(295)	(548)	39,657	39,657	
Pay-fixed interest rate swap	Interest revenue	65	49	Derivative instrument	-	(65)	24,595	24,595	
Cash flow hedges:									
Pay-fixed interest rate swap (1995 Revenue Bonds Swaption)	Deferred outflow	5,982	(1,006)	Derivative instrument	(46,732)	(52,714)	270,180	287,800	
Pay-fixed interest rate swap (1999 Revenue Bonds Swaption)	Deferred outflow	7,173	(1,100)	Derivative instrument	(56,537)	(63,710)	292,360	312,660	

At December 31, 2010, the Authority determined that a portion of the 1999 Revenue Bonds cash flow hedge, pay-fixed interest rate swap no longer met the criteria for effectiveness due to the partial 2010 refunding of the 1999 Revenue Bonds; therefore, this cash flow hedge was reclassified as an investment derivative, with a notional value of \$24,595 as of December 31, 2015. The fair values of the interest rate swaptions and swaps are indicative values based on mid-market levels as of the close of business on December 31, 2015 and 2014, and were derived from proprietary models based upon well-recognized financial principles and reasonable estimates about relevant future market conditions.

Objective and Terms of Hedging Derivative Instruments: The following table summarizes the objective and terms of the Authority's hedging instruments outstanding at December 31, 2015:

Type	Objective	Notional Amount	Effective Date	Maturity Date	Terms
Pay-fixed interest rate swap (1995 Revenue Bonds Swaption)	Hedge of changes in cash flows of the 2008 Revenue Refunding Bonds	\$ 270,180	01/01/06	01/01/26	Pay 5.447%; receive 66% of one-month LIBOR
Pay-fixed interest rate swap (1999 Revenue Bonds Swaption)	Hedge of changes in cash flows of the 2010 Revenue Refunding Bonds	292,360	01/01/10	01/01/26	Pay 5.738%; receive 66% of one-month LIBOR

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Note 4. Derivative Instruments (Continued)

1995 Revenue Bonds Swaption: On May 2, 2001, the Authority entered into the 1995 Revenue Bonds Swaption with UBS AG in the initial notional amount of \$358,215. Under the 1995 Revenue Bonds Swaption, UBS AG had the option, exercisable 120 days preceding January 1, 2006, January 1, 2007, and January 1, 2008, to elect to have the 1995 Revenue Bonds Swaption commence on the January 1 next succeeding the exercise of the option. Under the 1995 Revenue Bonds Swaption, (i) UBS AG was obligated to pay to the Authority \$7,144 on January 1, 2006, as an exercise premium amount; (ii) UBS AG is obligated to pay periodic payments (payable monthly) to the Authority based upon a variable rate of 66% of the USD-LIBOR-BBA index; and (iii), the Authority is obligated to pay periodic payments (payable monthly) to UBS AG based upon a fixed rate of 5.447% per annum. The periodic interest rates are applied to the notional amount of the 1995 Revenue Bonds Swaption, which amortizes annually, commencing January 1, 2007, from its initial notional amount. Effective July 1, 2015, the Authority executed a novation transaction with the 1995 Revenue Bonds Swaption which replaced UBS AG with The Toronto-Dominion Bank as the counterparty to the Swaption. The Toronto-Dominion Bank effectively assumed all of the significant terms of the original Swaption (i.e.: notional amount, terms to maturity, payment terms, reference rates, time intervals, etc.). Only the net difference in the periodic payments is to be exchanged between the Authority and The Toronto-Dominion Bank.

The periodic payment obligations of the Authority under the 1995 Revenue Bonds Swaption are secured and payable equally and ratably with Bonds issued under the 1998 Revenue Bond Indenture. In addition to other Events of Default and Termination Events (as defined in the 1995 Revenue Bond Swaption), there exists an Additional Termination Event with respect to the Authority if the credit rating of Bonds issued under the 1998 Revenue Bond Indenture (without reference to municipal bond insurance or credit enhancement) falls below "Baa2" with respect to Moody's Investors Service ("Moody's") or "BBB-" with respect to Standard & Poor's Ratings Group ("S&P") or Fitch Ratings ("Fitch"), or the Bonds cease to be rated by one of Moody's, S&P or Fitch (and such rating agencies are still in the business of rating obligations such as the Bonds).

In consideration for entering into the 1995 Revenue Bonds Swaption, the Authority received a net up-front, non-refundable option payment in the amount of \$22,446 from UBS AG (the original counterparty), which has been recorded on the combined financial statements as a noncurrent liability (premium payment payable - derivative companion instrument). In accordance with the provisions of GASBS No. 53, this derivative companion instrument is considered a "borrowing" resulting from the intrinsic value of the swaption at inception. During the option period, interest accretes at the effective rate implied by the cash flows on the borrowing at inception. Once the swaption is exercised, and becomes an active swap, a portion of the swap interest payments are attributed to principal and interest payments on the borrowing.

On September 3, 2005, UBS AG (the original counterparty) advised the Authority that it was exercising its option on this swaption as of January 1, 2006. As a result, UBS AG paid the Authority \$7,144 on January 3, 2006 as an exercise premium, which has been recorded as an unearned revenue and is being amortized as interest revenue over the life of the interest rate swap agreement. The Authority made its initial net monthly swap payment in February 2006. The Authority is current on its 2015 monthly net swap interest payments to The Toronto-Dominion Bank (the current counterparty), which totaled \$14,460 and \$15,381 as of December 31, 2015 and 2014, respectively.

The ratings of the current counterparty (The Toronto-Dominion Bank) to the 1995 Revenue Bonds Swap by Moody's, S&P, and Fitch are Aa3, AA-, and AA-, respectively, as of December 31, 2015. As of December 31, 2015, the 1995 Revenue Bond Swaption had an at-the-mark value of (\$46,732). As of December 31, 2015, the notional value of the swap was \$270,180.

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Note 4. Derivative Instruments (Continued)

1995 Revenue Bonds Swaption (Continued): The following schedule represents the accretion of interest and amortization of the premium payment payable - derivative companion instrument through the term of the interest rate swap agreement, at an effective interest rate of 4.62324%:

Year Ending December 31,	Beginning Balance	Interest Accrual	Imputed Debt Payment	Ending Balance
2016	\$ 10,260	\$ 474	\$ (2,072)	\$ 8,662
2017	8,662	400	(1,911)	7,151
2018	7,151	331	(1,741)	5,741
2019	5,741	265	(1,561)	4,445
2020	4,445	205	(1,372)	3,278
2021-2025	3,278	365	(3,643)	-

1999 Revenue Bonds Swaption: On May 2, 2001, the Authority entered into the 1999 Revenue Bonds Swaption with UBS AG in the initial notional amount of \$403,035. Under the 1999 Revenue Bonds Swaption, UBS AG had the option, exercisable 120 days preceding January 1, 2010, January 1, 2011, and January 1, 2012, to elect to have the 1999 Revenue Bonds Swaption commence on the January 1 next succeeding the exercise of the option. Under the 1999 Revenue Bonds Swaption, if exercised, (i) UBS AG is obligated to pay periodic payments (payable monthly) to the Authority based upon a variable rate of 66% of the USD-LIBOR-BBA index, and (ii), the Authority is obliged to pay periodic payments (payable monthly) to UBS AG based upon a fixed rate of 5.738% per annum. The periodic interest rates are applied to the notional amount of the 1999 Revenue Bonds Swaption, which amortizes annually, commencing January 1, 2011, from its initial notional amount. Effective July 1, 2015, the Authority executed a novation transaction with the 1999 Revenue Bonds Swaption which replaced UBS AG with Wells Fargo Bank, N.A. as the counterparty to the Swaption. Wells Fargo Bank N.A. effectively assumed all of the significant terms of the original Swaption (i.e.: notional amount, terms to maturity, payment terms, reference rates, time intervals, etc.). Only the net difference in the periodic payments is to be exchanged between the Authority and Wells Fargo Bank, N.A.

Once exercised, the 1999 Revenue Bonds Swaption would continue (unless earlier terminated) through January 1, 2026. The periodic payment obligations of the Authority under the 1999 Revenue Bonds Swaption (if exercised) are secured and payable equally and ratably with Bonds issued under the 1998 Revenue Bond indenture. In addition to other Events of Default and Termination Events (as defined in the 1999 Revenue Bonds Swaption), there exists an Additional Termination Event with respect to the Authority if the credit rating of Bonds issued under the 1998 Revenue Bond Indenture (without reference to municipal bond insurance or credit enhancement), falls below "Baa2" with respect to Moody's or "BBB-" with respect to S&P or Fitch, or the Bonds cease to be rated by one of Moody's, S&P or Fitch (and such rating agencies are still in the business of rating obligations such as the Bonds).

In consideration for entering into the 1999 Revenue Bonds Swaption, the Authority received a net up-front, non-refundable option payment in the amount of \$20,142 from UBS AG (the original counterparty), which has been recorded on the combined financial statements as a noncurrent liability (premium payment payable - derivative companion instrument). In accordance with the provisions of GASBS 53, this derivative companion instrument is considered a "borrowing" resulting from the intrinsic value of the swaption at inception.

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Note 4. Derivative Instruments (Continued)

1999 Revenue Bonds Swaption (Continued): During the option period, interest accretes at the effective rate implied by the cash flows on the borrowing at inception. Once the swaption is exercised, and becomes an active swap, a portion of the swap interest payments are attributed to principal and interest payments on the borrowing.

On September 3, 2009, UBS AG (the original counterparty) advised the Authority that it was exercising its option on this swaption as of January 1, 2010. The Authority began making net interest payments to USB AG, commencing in February 2010, representing January's net interest payment. The Authority is current on its 2015 monthly net swap interest payments to Wells Fargo Bank, N.A. (the current counterparty), which totaled \$17,891 and \$19,006 as of December 31, 2015 and 2014, respectively.

The ratings of the counterparty (Wells Fargo Bank, N.A.) to the 1999 Revenue Bonds Swap by Moody's, S&P, and Fitch are Aa2, AA-, and AA, respectively, as of December 31, 2015. As of December 31, 2015, the 1999 Revenue Bond Swaption had an at-the-mark value of (\$56,537). As of December 31, 2015, the notional value of the swap was \$292,360.

The following schedule represents the accretion of interest and amortization of the premium payment payable - derivative companion instrument through the term of the interest rate swap agreement, at an effective interest rate of 4.71425%:

Year Ending December 31,	Beginning Balance	Interest Accrual	Imputed Debt Payment	Ending Balance
2016	\$ 14,977	\$ 706	\$ (3,024)	\$ 12,659
2017	12,659	597	(2,793)	10,463
2018	10,463	493	(2,547)	8,409
2019	8,409	396	(2,288)	6,517
2020	6,517	307	(2,013)	4,811
2021-2025	4,811	547	(5,358)	-

Net Swap Payments: Using rates as of December 31, 2015 and assuming the rates are unchanged for the remaining term of the bonds, the following table shows the debt service requirements and net swap payments for the Authority's hedged variable rate bonds:

Year Ending December 31,	Variable Rate Bonds			Swap Interest Payments			Total Bonds and Swaps
	Principal	Interest	Total	Fixed Pay	Variable Received	Net Pay	
2016	\$ 40,035	\$ 58	\$ 40,093	\$ 30,660	\$ 1,553	\$ 29,108	\$ 69,201
2017	42,290	54	42,344	28,291	1,433	26,858	69,202
2018	44,645	49	44,694	25,789	1,306	24,483	69,177
2019	47,155	43	47,198	23,147	1,172	21,975	69,173
2020	49,800	38	49,838	22,599	1,031	21,569	71,407
2021-2025	294,135	109	294,244	57,071	2,777	54,294	348,538
2026	69,075	4	69,079	-	-	-	69,079
	<u>\$ 587,135</u>	<u>\$ 355</u>	<u>\$ 587,490</u>	<u>\$ 187,558</u>	<u>\$ 9,271</u>	<u>\$ 178,286</u>	<u>\$ 765,776</u>

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Note 4. Derivative Instruments (Continued)

Objective and Terms of Investment Derivative Instruments: On August 21, 2000, the Authority entered into two (2) interest rate agreements with Bank of America, N.A. in the notional amounts of \$39,657 (the "2000 Swaption #1") and \$10,436 (the "2000 Swaption #2", and together with the 2000 Swaption #1, the "2000 Swaptions"). Under the 2000 Swaptions, Bank of America, N.A. has the option on certain future dates (two business days preceding July 1, 2005 and each January 1 and July 1 thereafter through and including July 1, 2025 with respect to the 2000 Swaption #1 and two business days preceding January 2, 2006 and each July 1 and January 1 thereafter through and including July 1, 2025 with respect to the 2000 Swaption #2) to cause the 2000 Swaption #1 or the 2000 Swaption #2, as applicable, to commence on the next succeeding January 1 or July 1. If an option is exercised, the 2000 Swaption #1, or the 2000 Swaption #2, as applicable, would continue (unless earlier terminated) through January 1, 2026. The Authority's obligations under the 2000 Swaptions are general unsecured corporate obligations.

If the options relating to the 2000 Swaption #1 or the 2000 Swaption #2 are exercised, Bank of America, N.A. is obligated to pay periodic interest payments (payable monthly) to the Authority based upon a fixed rate of 5.9229% per annum, and the Authority is obligated to pay periodic interest payments (payable monthly) to Bank of America, N.A. at a variable rate based upon the Securities Industry and Financing Markets Association (SIFMA) (formerly the BMA Municipal Swap Index) (a tax-exempt variable rate index). Only the net difference in the periodic payments owed would be exchanged between Bank of America, N.A. and the Authority. As of December 31, 2015, Bank of America, N.A. has not exercised its options on the aforementioned swaptions with a value totaling (\$373).

In consideration for entering into the 2000 Swaptions, the Authority received net up-front, non-refundable option payments in the aggregate amount of \$1,400 from Bank of America, N.A., which represented the time value for holding the written option. Such payments were initially recorded as unearned revenue and amortized as interest revenue. These net up-front, non-refundable option payments have been fully amortized.

Risks Related to Derivative Instruments:

Credit Risk: For the years ended December 31, 2015 and 2014, the Authority was not exposed to credit risk on its hedging derivative instruments or investment derivatives as all such derivative instruments were in a liability position based on their fair values. The credit ratings of the counterparties, for the active swaps, however, are Aa2, AA-, AA (Wells Fargo), and Aa3, AA-, AA- (The Toronto Dominion Bank) as rated by Moody's, S&P, and Fitch, respectively, as of December 31, 2015. UBS' ratings were A2, A, and A at December 31, 2014.

Interest Rate Risk: The Authority is exposed to interest rate risk on its derivative instruments. On its pay-variable, received-fixed interest rate swaptions, as the Securities Industry and Financing Markets Association (SIFMA) rate increases, the Authority's net payments on the swaptions, if exercised, increases. On its pay-fixed, receive-variable interest rate swaps, as the LIBOR rate decreases, the Authority's net payments on the swaps increases. While the Authority's net payments may increase, these increases are partially offset by the variable rate bonds rate.

Basis Risk: The Authority is exposed to basis risk on its pay-fixed interest rate swap hedging derivative instruments because the variable-rate payments received by the Authority on these hedging derivative instruments are based on a rate or index other than interest rates the Authority pays on its hedged variable-rate debt, which is remarketed every five (5) days.

Termination Risk: The Authority or its counterparties may terminate a derivative instrument if the other party fails to perform under the terms of the contract.

Rollover Risk: The Authority is not exposed to rollover risk on its hedging derivative instruments. The Authority's hedging derivative instruments terminate on the same day as the hedged debt matures, unless the Authority opts for earlier termination.

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Note 4. Derivative Instruments (Continued)

Risks Related to Derivative Instruments (Continued):

Market-Access Risk: If a particular option is exercised and refunding bonds are not issued, the affected series of bonds would not be refunded, and the Authority would make net swap payments as required by the terms of the applicable aforementioned contracts. If the option is exercised and the variable-rate bonds issued, the actual difference ultimately recognized by the transaction will be affected by the relationship between the interest rate terms of the to-be-issued variable-rate bonds versus the payment as stipulated in the swaption agreement.

Swap Management Policy: On December 28, 2009, the Authority's Board approved a resolution (DRPA-09-099, entitled "*Use Debt-Related Swap Agreements*") which, among other things, declared: (i) "that it is the direction and intention of the Board that the DRPA not enter into any new debt-related swap agreements...", and (ii) that the staff of the Authority" takes all steps necessary to immediately begin the process of recommending to the Board whether, when, and how to terminate the Authority's current swaps, with all such terminations, if determined to be advisable, to occur in a methodical and careful manner which avoids to the fullest extent possible additional costs or risks that may be associated with termination; and that staff report to the Finance Committee of the Board on a monthly basis the status of all current swap agreements..."

At its September 2014 meeting, the Authority's Board approved resolution DRPA 14-116 entitled "*Authorization to Terminate and Replace Existing UBS Swaps with New Swap Counterparty(ies)*" which authorized the Authority to terminate its existing swaps with UBS AG "in order to reduce Authority swap exposure and to provide more favorable terms to the Authority." In addition, the Authority adopted a written swap policy. As previously stated in this note, UBS AG was replaced, as counterparty, by The Toronto-Dominion Bank, and Wells Fargo Bank, effective July 1, 2015.

Note 5. Accounts Receivable

Accounts receivable for December 31, 2015 and December 31, 2014 are as follows:

	2015	2014
Reimbursements from governmental agencies - capital improvements to the PATCO system due from the Federal Transit Administration	\$ 8,170	\$ 3,481
Reimbursements from governmental agencies - FTA, DOT, FEMA, PEMA, and U.S. and NJ Homeland Security	400	709
Development projects	3,500	3,563
E-ZPass bridge tolls from other agencies	5,860	3,762
Other	1,885	1,122
Gross receivables	19,815	12,637
Less: allowance for uncollectibles	(3,500)	(3,500)
Net total receivables	<u>\$ 16,315</u>	<u>\$ 9,137</u>

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Note 6. Changes in Long-Term Liabilities

Long-term liability activity for the year ended December 31, 2015 is as follows:

	Beginning Balance	Increases	Decreases	Ending Balance	Due within 1 Year
Bonds payable					
1999 Port District Project Bonds	\$ 27,675		\$ (3,665)	\$ 24,010	\$ 3,945
2008 Revenue Refunding Bonds	287,800		(17,620)	270,180	18,575
2010 Revenue Refunding Bonds	337,255		(20,300)	316,955	21,460
2010 Revenue Bonds	308,375			308,375	
2012 Port District Project Refunding Bonds	147,240		(5,800)	141,440	6,030
2013 Revenue Bonds	476,585			476,585	
Issuance discounts/premiums	28,248	\$ 25	(2,820)	25,453	
Total bonds payable	1,613,178	25	(50,205)	1,562,998	50,010
Other liabilities					
Claims and judgments	2,657	2,143	(2,280)	2,520	681
Self-insurance	4,583	3,518	(3,475)	4,626	2,035
Sick and vacation leave	3,898	421	(357)	3,962	1,982
Net pension liability		126,017	(11,335)	114,682	
Unearned revenue	9,329	20,177	(20,748)	8,758	4,212
Other postemployment benefits	31,445	4,836	(9,929)	26,352	
Premium payment payable - derivative companion instrument	29,335		(4,098)	25,237	
Derivative instrument - interest rate swap	117,182		(13,540)	103,642	
	\$ 1,811,607	\$ 157,137	\$ (115,967)	\$ 1,852,777	\$ 58,920

Long-term liability activity for the year ended December 31, 2014 is as follows:

	Beginning Balance	Increases	Decreases	Ending Balance	Due within 1 Year
Bonds payable					
1999 Port District Project Bonds	\$ 31,080		\$ (3,405)	\$ 27,675	\$ 3,665
2008 Revenue Refunding Bonds	304,510		(16,710)	287,800	17,620
2010 Revenue Refunding Bonds	350,000		(12,745)	337,255	20,300
2010 Revenue Bonds	308,375			308,375	
2012 Port District Project Refunding Bonds	153,030		(5,790)	147,240	5,800
2013 Revenue Bonds	476,585			476,585	
Issuance discounts/premiums	31,135	\$ 25	(2,912)	28,248	
Total bonds payable	1,654,715	25	(41,562)	1,613,178	47,385
Other liabilities					
Claims and judgments	6,854	6,234	(10,431)	2,657	721
Self-insurance	3,687	3,484	(2,588)	4,583	2,000
Sick and vacation leave	4,122	22	(246)	3,898	975
Unearned revenue	8,682	1,670	(1,023)	9,329	4,421
Other (includes net OPEB obligation)	41,502	5,543	(15,600)	31,445	
Premium payment payable - derivative companion instrument	33,588		(4,253)	29,335	5,471
Derivative instrument - interest rate swap	116,646	2,106	(1,570)	117,182	
	\$ 1,869,796	\$ 19,084	\$ (77,273)	\$ 1,811,607	\$ 60,973

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Note 7. Investment in Facilities

Capital assets for the year ended December 31, 2015 were as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets not being depreciated				
Land	\$ 74,225		\$ (125)	\$ 74,100
Construction in progress	348,278	\$ 137,267	(43,968)	441,577
Total capital assets not being depreciated	422,503	137,267	(44,093)	515,677
Capital assets being depreciated				
Bridges and related building and equipment	1,138,185	1,139		1,139,324
Transit property and equipment	559,866	41,096		600,962
Port enhancements	6,703			6,703
Total capital assets being depreciated	1,704,754	42,235	-	1,746,989
Less: accumulated depreciation for:				
Bridges and related building and equipment	(521,992)	(35,070)		(557,062)
Transit property and equipment	(252,430)	(22,189)		(274,619)
Port enhancements	(4,813)	(355)		(5,168)
Total accumulated depreciation	(779,235)	(57,614)		(836,849)
Total capital assets being depreciated, net	925,519	(15,379)	-	910,140
Total capital assets, net	\$ 1,348,022	\$ 121,888	\$ (44,093)	\$ 1,425,817

Capital assets for the year ended December 31, 2014 were as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets not being depreciated				
Land	\$ 74,225			\$ 74,225
Construction in progress	290,453	\$ 131,992	\$ (74,167)	348,278
Total capital assets not being depreciated	364,678	131,992	(74,167)	422,503
Capital assets being depreciated				
Bridges and related building and equipment	1,124,425	18,118	(4,358)	1,138,185
Transit property and equipment	506,193	56,012	(2,339)	559,866
Port enhancements	6,665	38		6,703
Total capital assets being depreciated	1,637,283	74,168	(6,697)	1,704,754
Less: accumulated depreciation for:				
Bridges and related building and equipment	(489,630)	(36,720)	4,358	(521,992)
Transit property and equipment	(234,427)	(20,342)	2,339	(252,430)
Port enhancements	(4,450)	(363)		(4,813)
Total accumulated depreciation	(728,507)	(57,425)	6,697	(779,235)
Total capital assets being depreciated, net	908,776	16,743	-	925,519
Total capital assets, net	\$ 1,273,454	\$ 148,735	\$ (74,167)	\$ 1,348,022

Total depreciation expense for the years ended December 31, 2015 and 2014 was \$57,614 and \$57,425, respectively.

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Note 8. Deferred Compensation Plan

The Authority offers its employees a deferred compensation plan in accordance with Internal Revenue Code Section 457. The plan, available to all full-time employees, permits them to defer a portion of their salary until future years. The deferred compensation is not available to employees until termination, retirement, death, or unforeseeable emergency. The Authority does not make any contributions to the plan. To comply with changes in federal regulations and GASBS 32, *Accounting and Financial Reporting for Internal Revenue Code 457 Deferred Compensation Plans*, the Authority amended the plan in 1998 so that all amounts of compensation deferred under the plan, all property and rights purchased with those amounts, and all income attributable to those amounts, property, or rights are solely the property of the employees.

Note 9. Pension Plans

Employees of the Authority participate in the Pennsylvania State Employees' Retirement System ("SERS"), the State of New Jersey Public Employees' Retirement System ("PERS"), or the Teamsters Pension Plan of Philadelphia and Vicinity.

General Information about the Plans*Plan Descriptions*

Pennsylvania State Employees' Retirement System - The Pennsylvania State Employees' Retirement System is the administrator of a cost-sharing multiple-employer defined benefit pension plan established by the Commonwealth of Pennsylvania ("Commonwealth") to provide pension benefits for employees of state government and certain independent agencies. SERS is a component unit of the Commonwealth and is included in the Commonwealth's financial report as a pension trust fund. Membership in SERS is mandatory for most state employees. Members and employees of the General Assembly, certain elected or appointed officials in the executive branch, department heads, and certain employees in the field of education are not required, but are given the option to participate.

SERS provides retirement, death, and disability benefits. Article II of the Commonwealth's constitution assigns the authority to establish and amend the benefit provision of the plan to the General Assembly. Member retirement benefits are determined by taking years of credited service, multiplied by final average salary, multiplied by 2%, multiplied by class of service multiplier. According to the State Employees' Retirement Code, all obligations of SERS will be assumed by the Commonwealth should SERS terminate.

The Pennsylvania State Employees' Retirement System issues a publicly available annual financial report, including financial statements, which may be obtained by writing to Pennsylvania State Employees' Retirement System, 30 North Third Street, Harrisburg, Pennsylvania 17108-1147.

State of New Jersey Public Employees' Retirement System - The Public Employees' Retirement System is a cost-sharing multiple-employer defined benefit pension plan which was established as of January 1, 1955, under the provisions of N.J.S.A. 43:15A by the State of New Jersey ("State"). The PERS's designated purpose is to provide retirement, death, disability and medical benefits to certain qualified members. The PERS's Board of Trustees is primarily responsible for the administration of the PERS.

The State of New Jersey Public Employees' Retirement System issues a publicly available annual financial report, including financial statements, which may be obtained by writing to State of New Jersey, Division of Pensions and Benefits, P.O. Box 295, Trenton, New Jersey 08625-0295.

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Note 9. Pension Plans (Continued)General Information about the Plans (Continued)*Plan Descriptions (Continued)*

Teamsters Pension Plan of Philadelphia and Vicinity - The Teamsters Health and Welfare Fund of Philadelphia and Vicinity (the "Fund") covers all eligible employees working for employers who have a collective bargaining agreement with a Teamsters local union which is party to the Fund and under which the employers have agreed to make contributions to the Fund on the employees' behalf in accordance with negotiated hourly rates. The Fund is a multi-employer, defined benefit health and welfare plan that was established under the terms of collective bargaining agreements between the employers and Teamsters local unions (the local unions), located in central and northeast portions of Pennsylvania, along the eastern shore of Maryland, Maine, New York and Ohio. The Fund is generally non-contributory, but does provide for participant contributions under the Consolidated Omnibus Budget Reconciliation Act (COBRA). The Fund provides health and other benefits to eligible participants who are covered under collective bargaining agreements, or other written agreements, with the local unions. The Fund is administered by a Board of Trustees (Trustees) with equal representation by the employers and the local unions and is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). Benefit terms are established, and amended, by the Trustees. The Authority is not subject to any provisions regarding withdrawal from the Fund.

The Authority has elected early implementation of GASB Statement No. 78, *Pensions Provided through Certain Multiple-Employer Defined Benefit Pension Plans*, which amends GASB Statement No. 68, *Accounting and Financial Reporting for Pensions - an amendment of GASB Statement No. 27*. As a result, certain disclosures in Note 9 are not applicable to the Teamsters Health and Welfare Fund of Philadelphia and Vicinity.

The Teamsters Pension Plan of Philadelphia and Vicinity issues a publicly available annual financial report, including financial statements, which may be obtained by writing to Teamsters Pension Plan of Philadelphia and Vicinity, Fourth and Cherry Streets, Philadelphia, Pennsylvania 19106.

Vesting and Benefit Provisions

Pennsylvania State Employees' Retirement System - A member may retire after completing three years of service and after reaching normal retirement age (the age of 60, except police officers at age 50, or the age at which 35 years of service has been completed, whichever occurs first). Benefits vest after five years of service, or after 10 years of service for those hired on or after January 1, 2011. If an employee terminates his or her employment after at least five years of service (10 years if hired on or after January 1, 2011) but before the normal retirement age, he or she may receive pension benefits immediately or defer pension benefits until reaching retirement age. Employees who retire after reaching the normal retirement age with at least three years of credited service who started on or prior to December 31, 2010 are entitled to receive pension benefits equal to 2.5% (2.0% for employees starting on or after January 1, 2011, unless they opt to pay more to be eligible for the 2.5%) of their final average compensation (average of the three highest years in earnings) times the number of years for which they were a participant in the plan. The pension benefits received by an employee who retires after five years of credited service but before normal retirement age are reduced for the number of years that person is under normal retirement age.

Pension provisions include death benefits, under which the surviving beneficiary may be entitled to receive the employee's accumulated contributions less the amount of pension payments that the employee received, the present value of the employees' account at retirement less the amount of pension benefits received by the employee, the same pension benefits formerly received by the employee, or one-half of the monthly pension payment formerly received by the employee. The maximum pension benefit to the employee previously described may be reduced depending on the benefits elected for the surviving beneficiary.

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Note 9. Pension Plans (Continued)General Information about the Plans (Continued)Vesting and Benefit Provisions (Continued)

State of New Jersey Public Employees' Retirement System - The vesting and benefit provisions are set by N.J.S.A. 43:15A and 43:3B. The PERS provides retirement, death and disability benefits. All benefits vest after ten years of service, except for medical benefits, which vest after 25 years of service or under the disability provisions of the PERS. The following represents the membership tiers for PERS:

<u>Tier</u>	<u>Definition</u>
1	Members who were enrolled prior to July 1, 2007
2	Members who were eligible to enroll on or after July 1, 2007 and prior to November 2, 2008
3	Members who were eligible to enroll on or after November 2, 2008 and prior to May 21, 2010
4	Members who were eligible to enroll after May 21, 2010 and prior to June 28, 2011
5	Members who were eligible to enroll on or after June 28, 2011

Service retirement benefits of 1/55th of final average salary for each year of service credit is available to tiers 1 and 2 members upon reaching age 60 and to tier 3 members upon reaching age 62. Service retirement benefits of 1/60th of final average salary for each year of service credit is available to tier 4 members upon reaching age 62 and tier 5 members upon reaching age 65. Early retirement benefits are available to tiers 1 and 2 members before reaching age 60, tiers 3 and 4 before age 62 with 25 or more years of service credit and tier 5 with 30 or more years of service credit before age 65. Benefits are reduced by a fraction of a percent for each month that a member retires prior to the age at which a member can receive full early retirement benefits in accordance with their respective tier. Tier 1 members can receive an unreduced benefit from age 55 to age 60 if they have at least 25 years of service. Deferred retirement is available to members who have at least 10 years of service credit and have not reached the service retirement age for the respective tier.

Teamsters Pension Plan of Philadelphia and Vicinity - A member may retire at the later of (a) the date the employee reaches 65 or (b) the tenth anniversary of the employee's commencement of participation in the plan. Additionally, employees are eligible for early retirement after 10 years of participation in the plan and (a) completion of 30 years of vested service or (b) attainment of age 50 and completion of 10 years of vested service. Benefits vest after 10 years of service. An employee who retires on or after his or her normal retirement age is entitled to receive benefits based on his or her credited years of service multiplied by a monthly benefit rate, which is determined based on the employer's daily contributions. The benefits are subject to maximum rates that vary according to employer daily contribution rates. Members may also receive benefits after early retirement at reduced rates, depending on age at retirement.

An employee who qualifies for disability retirement benefits (total and permanent disability with 10 years of vested service and 5 years of continuous service with at least 300 covered days of contributions) is entitled to receive two hundred dollars per month until retirement age, when retirement benefits would commence.

Provisions include surviving spouse death benefits, under which the surviving spouse is entitled to a 50% survivor annuity in certain cases.

The Authority had 208 and 212 number of employees covered by the Fund for 2015 and 2014, respectively.

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Note 9. Pension Plans (Continued)General Information about the Plans (Continued)*Contributions*

Pennsylvania State Employees' Retirement System - The contribution requirements of plan members and the Authority are established and amended by the Pennsylvania State Employees' Retirement System Board. As of January 1, 2002, employees are required to contribute 6.25% (unless opting for 9.33% deductions in order to be eligible for the 2.5% pension compensation) of their gross earnings to the plan.

Employer contribution rates are certified by the SERS Board annually, typically in April of each year to become effective the following fiscal year beginning in June. It is customary for rates to result from an independent actuarial valuation of the pension fund. The employer contribution rate is set so that it can fund all retirement benefits earned by employees working during the year and pay toward any unfunded liability that may exist. In some cases, however, the actuarially calculated employer contribution rate has been set or adjusted by Pennsylvania law. The Authority's contractually required contribution rate for the year ended December 31, 2015 was 21.15% of the Authority's covered-employee payroll. The Authority's contractually required quarterly contributions to the pension plan for 2015 totaled \$10,332. Employee contributions to the plan during 2015 were \$3,122.

State of New Jersey Public Employees' Retirement System - The contribution policy is set by N.J.S.A. 43:15A and requires contributions by active members and contributing employers. Members contribute at a uniform rate. Pursuant to the provisions of Chapter 78, P.L. 2011, the active member contribution rate increased from 5.5% of annual compensation to 6.5% plus an additional 1% phased-in over seven years beginning in July 2012. The member contribution rate was 6.92% in State fiscal year 2015. The phase-in of the additional incremental member contribution rate takes place in July of each subsequent State fiscal year. The rate for members who are eligible for the Prosecutors Part of PERS (Chapter 366, P.L. 2001) increased from 8.5% of base salary to 10%. Employers' contributions are based on an actuarially determined amount which includes the normal cost and unfunded accrued liability.

The Authority's contractually required contribution rate for the year ended December 31, 2015 was 11.32% of the Authority's covered-employee payroll. This amount was actuarially determined as the amount that, when combined with employee contributions, is expected to finance the costs of benefits earned by employees during the year, including an additional amount to finance any unfunded accrued liability.

The Authority's contractually required contribution to the pension plan for the year ended December 31, 2015 is \$42, which was due on April 1, 2016. Employee contributions to the plan during 2015 were \$27.

Teamsters Pension Plan of Philadelphia and Vicinity - The employer's contribution requirements are determined under the terms of one Collective Bargaining Agreement in force between the employer and the Teamsters, which expired on May 31, 2011 (see Note 20, Subsequent Events). During 2015, the Authority was required to and did contribute twenty-four dollars and two cents (\$24.02) per day, from January 1 through June 30, and twenty-five dollars and twenty-two cents (\$25.22) per day, from July 1 through December 31 for each PATCO participating employee. The Authority's contributions totaled 8.13%, 7.67%, and 8.02% of covered payroll in 2015, 2014 and 2013, respectively. The employees of the Authority make no contributions to the Plan. The Authority contributed \$1,136, \$1,001, and \$1,066 in 2015, 2014 and 2013, respectively, which represented 100% of the required contribution for the aforementioned years.

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Note 9. Pension Plans (Continued)Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

Pennsylvania State Employees' Retirement System - At December 31, 2015, the Authority's proportionate share of the SERS net pension liability was \$113,590. The net pension liability was measured as of December 31, 2014, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of December 31, 2014. The Authority's proportion of the net pension liability was based on a projection of the Authority's long-term share of contributions to the pension plan relative to the projected contributions of all participating employers, actuarially determined. For the December 31, 2014 measurement date, the Authority's proportion was 0.76453591%, which was a decrease of 0.02086543% from its proportion measured as of December 31, 2013.

At December 31, 2015, the Authority's proportionate share of the SERS pension expense, calculated by the Plan as of the December 31, 2014 measurement date was \$12,710.

State of New Jersey Public Employees' Retirement System - At December 31, 2015, the Authority's proportionate share of the PERS net pension liability was \$1,092. The net pension liability was measured as of June 30, 2015, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of July 1, 2014. The total pension liability was calculated through the use of updated procedures to roll forward from the actuarial valuation date to the measurement date of June 30, 2015. The Authority's proportion of the net pension liability was based on a projection of the Authority's long-term share of contributions to the pension plan relative to the projected contributions of all participating employers, actuarially determined. For the June 30, 2015 measurement date, the Authority's proportion was 0.0048616324%, which was a decrease of 0.0031613124% from its proportion measured as of June 30, 2014.

At December 31, 2015, the Authority's proportionate share of the PERS pension expense, calculated by the Plan as of the June 30, 2015 measurement date was (\$124).

Deferred Outflows of Resources and Deferred Inflows of Resources

GASB Statement No. 68 requires certain changes in the net pension liability to be recognized as deferred outflows of resources or deferred inflows of resources. These deferred outflows and deferred inflows of resources are amortized as either an increase or decrease to future year's pension expense, using a systematic and rational method over a closed period.

At December 31, 2015, the Authority reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	Deferred Outflows of Resources			Deferred Inflows of Resources		
	SERS	PERS	Total	SERS	PERS	Total
Differences between expected and actual experience	\$ 617	\$ 26	\$ 643	-	-	-
Changes of assumptions	-	117	117	-	-	-
Net difference between projected and actual earnings on pension plan investments	3,282	-	3,282	-	\$ 18	\$ 18
Differences between employer contributions and proportionate share of contributions	-	-	-	\$ 339	-	339
Changes in proportion	-	-	-	2,341	899	3,240
Employer contributions subsequent to the measurement date	10,332	21	10,353	-	-	-
	<u>\$ 14,231</u>	<u>\$ 164</u>	<u>\$ 14,395</u>	<u>\$ 2,680</u>	<u>\$ 917</u>	<u>\$ 3,597</u>

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Note 9. Pension Plans (Continued)

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions (Continued)

Deferred Outflows of Resources and Deferred Inflows of Resources (Continued)

\$10,332 and \$21 for SERS and PERS, respectively, included in deferred outflows of resources, will be included as a reduction of the net pension liability in the year ending December 31, 2016. These contributions were made by the Authority to the respective pension plans after the measurement date to satisfy the pension plan's net pension liability, but before the end of the financial statement period for the Authority. For SERS, this amount was based on actual contributions made during 2015, which was subsequent to the measurement date of December 31, 2014. For PERS, the amount was based on an estimated April 1, 2017 contractually required contribution, prorated from the pension plans measurement date of June 30, 2015 to the Authority's year end of December 31, 2015.

For SERS and PERS, the components of deferred outflows of resources and deferred inflows of resources, other than the difference between the projected and actual investment earnings on investments, are amortized into pension expense over a 5.6 and 5.72 year closed period for the December 31, 2014 and June 30, 2015 measurement period, respectively, which reflects the weighted average remaining service life of all SERS and PERS members, beginning the year in which the deferred amount occurs (current year). The annual difference between the projected and actual earnings on SERS and PERS investments is amortized over a five-year closed period beginning the year in which the difference occurs (current year).

The amounts of deferred outflows of resources and deferred inflows of resources related to the respective net pension liabilities measured at December 31, 2014 for SERS and June 30, 2015 for PERS that will be recognized in pension expense in future periods are as follows:

Year Ending Dec. 31	SERS	PERS	Total
2015	\$ 955	\$ (172)	\$ 783
2016	955	(172)	783
2017	955	(172)	783
2018	955	(172)	783
2019	80	(149)	(69)
2020	_____	(109)	(109)
Totals	<u>\$ 3,900</u>	<u>\$ (837)</u>	<u>\$ 3,063</u>

Actuarial Assumptions

For SERS, the net pension liability was measured as of December 31, 2014, and was determined by an actuarial valuation also as of December 31, 2014; therefore, no roll forward procedures were required for the net pension liability. For PERS, however, the net pension liability was measured as of June 30, 2015, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of July 1, 2014. The total PERS pension liability was calculated through the use of updated procedures to roll forward from the actuarial valuation date to the measurement date of June 30, 2015.

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Note 9. Pension Plans (Continued)Actuarial Assumptions (Continued)

The aforementioned actuarial valuations used the following actuarial assumptions, applied to all periods included in the measurement:

	SERS	PERS
Inflation	2.75%	3.04%
Projected salary increases	average of 6.10% with range of 4.30% - 11.05% including inflation	2.15% - 4.40% based on age (2012-2021) 3.15% - 5.40% based on age (thereafter)
Investment rate of return	7.5% net of expenses including inflation	7.90%
Mortality rate table	projected RP-2000 mortality tables adjusted for actual plan experience and future improvements	projected RP-2000 mortality tables adjusted for actual plan experience and future improvements
Period of actuarial experience study upon which actuarial assumptions were based	2006 - 2010	July 1, 2008 - June 30, 2011

The long-term expected real rate of return on pension plan investments is determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expenses and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target allocation and best estimates of arithmetic real rates of return for each major class included in the pension plan's target asset allocation is as follows:

Asset Class	SERS		PERS	
	Target Allocation	Long-term Expected Rate of Return	Target Allocation	Long-term Expected Rate of Return
Cash			5.00%	1.04%
Alternative investments	15.00%	8.50%		
U.S. treasuries			1.75%	1.64%
Investment grade credit			10.00%	1.79%
Global public equity	40.00%	5.40%		
Mortgages			2.10%	1.62%
Diversifying assets	10.00%	5.00%		
High yield bonds			2.00%	4.03%
Inflation-indexed bonds			1.50%	3.25%
Broad U.S. equities			27.25%	8.52%
Developed foreign equities			12.00%	6.88%
Emerging market equities			6.40%	10.00%
Private equity			9.25%	12.41%
Fixed income	15.00%	1.50%		
Hedge funds / absolute return			12.00%	4.72%
Real estate (property)	17.00%	4.95%	2.00%	6.83%
Liquidity reserve	3.00%	0.00%		
Commodities			1.00%	5.32%
Global debt ex U.S.			3.50%	-0.40%
REIT			4.25%	5.12%
Total	<u>100.00%</u>		<u>100.00%</u>	

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Note 9. Pension Plans (Continued)Actuarial Assumptions (Continued)

Discount Rate - The discount rate used to measure the total pension liability at December 31, 2014 for SERS was 7.50%. The projection of cash flows used to determine the discount rate assumed that employee contributions will be made at the rates applicable for each member and that employer contributions will be made based on rates determined by the actuary. Based on those assumptions, SERS fiduciary net position was projected to be available to make all projected future benefit payments of current active and non-active SERS members; therefore, the long-term expected rate of return on SERS investments was applied to all periods of projected benefit payments to determine the total pension liability.

The discount rate used to measure the total pension liability at June 30, 2015 for PERS was 4.90%. The single blended discount rate was based on the long-term expected rate of return on pension plan investments of 7.90%, and a municipal bond rate of 3.80% as of June 30, 2015, based on the Bond Buyer Go 20-Bond Municipal Bond Index, which includes tax-exempt general obligation municipal bonds with an average rating of AA/Aa or higher. The projection of cash flows used to determine the discount rate assumed that contributions from PERS members will be made at the current member contribution rates. Based on those assumptions, PERS fiduciary net position was projected to be available to make projected future benefit payments of current plan members through 2033 for PERS; therefore, the long-term expected rate of return on PERS investments was applied to projected benefit payments through 2033 for PERS, and the municipal bond rate was applied to projected benefit payments after that date in determining the total pension liability.

Sensitivity of Authority's Proportionate Share of Net Pension Liability to Changes in the Discount Rate

Pennsylvania State Employees' Retirement System - The following presents the Authority's proportionate share of the net pension liability at December 31, 2014, the Plan's measurement date, calculated using a discount rate of 7.50%, as well as what the Authority's proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1% lower or 1% higher than the current rates used:

	1% Decrease 6.50%	Current Discount Rate 7.50%	1% Increase 8.50%
Net pension liability - measurement date December 31, 2014	\$ 145,393	\$ 113,590	\$ 86,245

State of New Jersey Public Employees' Retirement System - The following presents the Authority's proportionate share of the net pension liability at June 30, 2015, the Plan's measurement date, calculated using a discount rate of 4.90%, as well as what the Authority's proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1% lower or 1% higher than the current rates used:

	1% Decrease 3.90%	Current Discount Rate 4.90%	1% Increase 5.90%
Net pension liability - measurement date June 30, 2015	\$ 1,356	\$ 1,091	\$ 869

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Note 10. Postemployment Healthcare Plan

Plan Description: The Authority provides certain health care and life insurance benefits for retired employees, where such benefits are established and amended by the Authority's Board of Commissioners. The Authority's Plan provides two agent multiple-employer post-employment healthcare plans which cover two retiree populations: eligible retirees under the age of sixty-five (65) receive benefits through Amerihealth and eligible retirees sixty-five (65) and over receive benefits through the United Health Group (in partnership with AARP) and Aetna. Life insurance benefits to qualifying retirees are provided through Prudential. The plans are administered by the Authority; therefore, premium payments are made directly by the Authority to the insurance carriers.

During 2015 and 2014, the Authority's Board of Commissioners passed resolutions DRPA 14-154 and DRPA-14-057 authorizing the Authority to make OPEB contributions in the amount of \$5,000 and \$10,790, respectively, to the OPEB Trust, which was established with PNC Institutional Management in 2014. The OPEB Trust is irrevocable and is exempt from federal and state income taxes under Internal Revenue Code Section 115. The sole purpose of the OPEB Trust is to provide funds to pay postemployment benefits to qualified retirees and their dependents.

Funding Policy: Employees become eligible for retirement benefits based on hire date and years of service. For employees hired after January 1, 2007, no subsidized retiree benefits are offered. The contribution requirements of plan members and the Authority are established, and may be amended, by the Authority's Board of Commissioners. Plan members receiving benefits contribute the following amounts: sixty-five dollars per month for retiree-only coverage for the base plan, one hundred thirty dollars per month for retiree/spouse (or retiree/child) coverage, and one hundred ninety-five dollars per month for retiree/family (or children) coverage to age sixty-five (65) for the base plan, and fifty-five dollars per month per retiree, per dependent for both the United Health Group (in partnership with AARP) and Aetna coverages. An additional amount is required for those retirees, under age sixty-five (65), who opt to participate in the "buy-up plan" for retirees and their dependents.

As previously stated, the Authority made its initial irrevocable contribution to the OPEB Trust during 2014. The Authority continues to fund its current retiree postemployment benefits cost on a "pay-as-you-go" basis, net of plan member contributions.

Future Retirees: In accordance with GASBS No. 45, the Authority is required to expense the annual required contribution (ARC) of the employer, an amount actuarially determined in accordance with the parameters of GASBS No. 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal costs each year and amortize any unfunded actuarial liabilities (or funding excess) over a period not to exceed thirty (30) years. The ARC includes the costs of both current and future retirees. The current ARC was determined to be \$5,056, at an unfunded discount rate of 5%. As stated above, the Authority has begun funding the actuarial accrued liability for postemployment benefits.

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Note 10. Postemployment Healthcare Plan (Continued)

Annual OPEB Cost: The Authority's annual required contribution (ARC), the interest on the net OPEB obligation, the adjustment to the ARC, the increase or decrease in the net OPEB obligation, the net OPEB obligation, and the percentage of annual OPEB cost contributed to the plan for 2015, 2014 and 2013 are as follows:

	2015	2014	2013
Annual required contribution (arc)	\$ 4,952	\$ 5,056	\$ 4,963
Interest on the net OPEB obligation	1,258	2,075	2,068
Adjustment to the arc	(1,374)	(1,588)	(1,588)
Annual OPEB cost	4,836	5,543	5,443
Pay-as-you go cost (existing retirees)	(4,929)	(4,810)	(5,304)
Increase (decrease) in the net OPEB obligation	(93)	733	139
Net OPEB Obligation, January 1	31,445	41,502	41,363
OPEB Obligation, December 31	31,352	42,235	41,502
OPEB Trust Contributions	(5,000)	(10,790)	-
Net OPEB Obligation, December 31	\$ 26,352	\$ 31,445	\$ 41,502
Percentage of Annual OPEB Cost Contributed	205%	281%	97%

Funded Status and Funding Progress: Using the report from January 1, 2015, the most recent actuarial valuation date, the results were rolled forward to calculate year-end December 31, 2015. The actuarial accrued liability for benefits as of December 31, 2015 was \$118,482, and the actuarial value of plan assets was \$15,747, or 13.3% funded, resulting in an unfunded actuarial accrued liability (UAAL) of \$102,735.

The covered payroll (annual payroll of active employees covered by the plan) was \$42,087 and the ratio of the UAAL to the covered payroll was 244.1%. (For additional information, please refer to the "required supplementary information schedule of funding progress for health benefits plan" shown at the end of the footnote section on page 106.) Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future.

Examples include assumptions about future employment, mortality and the healthcare cost trend. Amounts determined regarding the funded status of the plan and the annual required contributions of the employer are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The schedule of funding progress, presented as required supplementary information following the notes to the combined financial statements, presents multiyear trend information that shows whether the actuarial value of the plan assets is increasing or decreasing over time relative to the actuarial accrued liabilities for benefits.

Actuarial Methods and Assumptions: Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the employer and plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing benefit costs between the employer and plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

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Note 10. Postemployment Healthcare Plan (Continued)

Actuarial Methods and Assumptions (Continued): In the January 1, 2015 actuarial valuation, the projected unit credit actuarial cost method was used. Under this method an actuarial accrued liability is determined as the actuarial present value of the portion of projected benefits which is allocated to service before the current plan year. In addition, a normal cost is determined as the actuarial present value of the portion of projected benefits which is allocated to service in the current plan year for each active participant under the assumed retirement age. The UAAL is being amortized (straight-line) for thirty (30) years on an open basis. The actuarial assumptions included the following:

Mortality: The mortality table employed in the valuation was the RP2000 Healthy Table Male and Female.

Inflation Rate: 2.5% per annum compounded annually.

Discount Rate: Future costs have been discounted at the rate of 5.00% compounded annually for GASBS No. 45 purposes.

Turnover: Assumptions for terminations of employment other than for death or retirement will vary by age and years of service with rates of turnover based on State Employees Retirement System of Pennsylvania.

Disability: No terminations of employment due to disability were assumed. Retirees resulting from a disability were factored into the determination of age at retirement.

Age of Retirement: The assumption that the active participants, on average, will receive their benefits when eligible, but no earlier than age 55.

Spousal Coverage: Married employees will remain married.

Prior Service: No prior service for active employees was assumed.

Health Care Cost Trend Rate:

	Year	Pre-65	Post-65
Initial Trend	1/1/17	9.0%	9.0%
Ultimate Trend	01/01/21 to later	5.0%	5.0%
Grading Per Year		1.0%	1.0%

Projected Salary Increase: Annual salary increase is 2.5%.

Administration Expenses: The annual cost to administer the retiree claims was assumed at 2.5% which was included in the annual health care costs.

Employee Contributions: It was assumed that employees will contribute two thousand six hundred and eleven dollars (\$2,611) per year for family medical coverage and eight hundred eighty four dollars (\$884) for single medical coverage.

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
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Note 11. Indentures of Trust

The Authority is subject to the provisions of the following indentures of Trust: Revenue Refunding Bonds of 1998, dated July 1, 1998; the Revenue Refunding Bonds of 2008, dated July 25, 2008 and the Revenue Refunding Bonds of 2010 and the 2010 Revenue Bonds (Series D), dated May 15, 2010 and July 15, 2010 respectively; and the 2013 Revenue Bonds, dated December 1, 2013, respectively (collectively the "Bond Resolution"); the Port District Project Bonds of 1999, dated December 1, 1999, and the 2012 Port District Project Refunding Bonds, dated December 1, 2012.

The Bond Resolution requires the maintenance of the following accounts:

Project Fund: This *restricted* account was established in accordance with Section 6.02 of the Bond Resolution. The Project Fund is held by the Trustee and is applied to pay the cost of the Projects and is pledged, pending application to such payment of costs for the security of the payment of principal and interest on the Revenue, Revenue Refunding, and Project Bonds (the "Bonds").

Debt Service Fund: This *restricted* account was established in accordance with Section 6.04 of the Bond Resolution for the payment of maturing interest and principal on the Bonds. The balance on deposit must be sufficient to enable the Trustee to withdraw amounts equal to interest due on the Bonds, principal amounts maturing on Bonds, accrued interest included in the purchase price of the bonds purchased for retirement, and sinking fund installments when payments are required.

Debt Service Reserve Fund: This *restricted* account was established in accordance with Section 6.05 of the Bond Resolution. The amount of funds on deposit must be maintained at a level equal to the Maximum Debt Service to insure funds are available for payment of Debt Service.

Bond Redemption Fund: This *restricted* account was established in accordance with section 6.06 of the Bond Resolution to account for amounts received from any source for the redemption of Bonds, other than mandatory sinking fund payments.

Rebate Fund: This *restricted* account was established in accordance with Section 6.07 of the bond Resolution account for amounts deposited from time to time in order to comply with the arbitrage rebate requirements of Section 148 of the IRS Code as applicable to any Series of Tax-Exempt Bonds issued.

Revenue Fund: This *unrestricted* account was established in accordance with Section 6.03 of the Bond Resolution for the Authority to deposit all Revenues. On or before the 20th day of each calendar month, the Trustee shall, to the extent money is available, after deduction of cash and investment balances for the 15% working capital reserve, transfer to or credit funds needed in the following order: (1) the Debt Service Fund, (2) the Debt Service Reserve Fund, (3) any Reserve Fund Credit Facility Issuer, (4) the Trustee's Rebate Fund, (5) the Maintenance Reserve Fund, (6) the General Fund.

Maintenance Reserve Fund: This *restricted* account was established in accordance with Section 6.08 of the Bond Resolution. These funds are maintained for reasonable and necessary expenses with respect to the system for major repairs, renewals, replacements, additions, betterments, enlargements, improvements and extraordinary expenses, all to the extent not provided for in the then current Annual Budget. Money in this account is pledged for the security of payment of principal and interest on the bonds. Whenever the amount in this account exceeds the "Maintenance Reserve Fund Requirement," the excess shall be deposited in the General Fund. The "Maintenance Reserve Fund Requirement" on any date is at least \$3,000.

General Fund: This *unrestricted* account was established in accordance with Section 6.09 of the Bond Resolution. All excess funds of the Authority are recorded in the General Fund. If the Authority is not in default in the payment of bond principal or interest and all fund requirements are satisfied, the excess funds may be used by the Authority for any lawful purpose.

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Note 12. Funded and Long-Term Debt

At December 31, 2015, the Authority had \$1,562,998 in Revenue, Revenue Refunding, and Port District Project and Project Refunding Bonds outstanding, consisting of bonds issued in 1999, 2008, 2010, 2012 and 2013. The 1999 Port District Project Bonds were issued pursuant to an Indenture of Trust dated December 1, 1999. The 2008 Revenue Refunding Bonds were issued pursuant to the Indenture of Trust dated July 1, 1998, as supplemented by a Fourth Supplemental Indenture dated October 1, 2007 and a Fifth Supplemental Indenture dated July 15, 2008. The 2010 Revenue Refunding Bonds were issued pursuant to an Indenture of Trust as previously supplemented by five supplemental indentures thereto and as further supplemented by a Sixth Supplemental Indenture dated as of March 15, 2010. The 2010 Revenue Bonds were issued pursuant to Indenture of Trust, dated as of July 1, 1998, a Sixth Supplemental Indenture, dated as of March 15, 2010, and a Seventh Supplemental Indenture, dated as of July 1, 2010. The 2012 Port District Project Refunding Bonds were issued pursuant to an Indenture of Trust dated December 1, 2012. The 2013 Revenue Bonds were issued pursuant an Indenture of Trust, a Ninth Supplemental Indenture, dated as of December 1, 2013.

1999 Port District Project Bonds: On December 22, 1999, the Authority issued \$272,095 to provide funds to finance (a) all or a portion of the cost of certain port improvement and economic development projects within the Port District, (b) a deposit of cash or a Reserve Fund Credit Facility to the credit of the Debt Service Reserve Fund established under the 1999 Port District Project Bond Indenture and (c) all or a portion of the costs and expenses of the Authority relating to the issuance and sale of the 1999 Port District Project Bonds (Series A and B).

The 1999 Port District Project Bonds are general corporate obligations of the Authority. The 1999 Port District Project Bonds are not secured by a lien or charge on, or pledge of, any revenues or other assets of the Authority other than the monies, if any, on deposit from time to time in the Funds established under the 1999 Port District Project Bond Indenture. No tolls, rents, rates or other such charges are pledged for the benefit of the 1999 Port District Project Bonds. The 1999 Port District Project Bonds are equally and ratably secured by the funds on deposit in the Funds established under the 1999 Port District Project Bond Indenture, except for the Rebate Fund. The 1999 Port District Project Bonds are payable from such Funds and from other monies of the Authority legally available.

The 1999 Port District Project Bonds are subject to optional redemption and mandatory sinking fund redemption prior to maturity as more fully described herein.

The scheduled payment of principal and interest on the 1999 Port District Project Bonds when due are guaranteed under an insurance policy issued concurrently with the delivery of the 1999 Port District Project Bonds by Financial Security Assurance Inc.

On December 20, 2012, all remaining 1999 Series B Port District Project Bonds were redeemed, prior to maturity, at a redemption price of 100%, using proceeds from the issuance of the 2012 Port District Project Refunding Bonds.

The 1999 Port District Project Bonds (Series A) outstanding at December 31, 2015 are as follows:

Maturity Date (January 1)	Interest Rate/Yield	Principal Amount	Maturity Date (January 1)	Interest Rate/Yield	Principal Amount
Term Bonds					
2016	7.63%	\$ 3,945	2019	7.63%	\$ 4,920
2017	7.63%	4,245	2020	7.63%	5,295
2018	7.63%	4,570	2021	7.63%	1,035
Total par value of 1999 Port District Project Bonds					\$ 24,010

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Note 12. Funded and Long-Term Debt (Continued)

1999 Port District Project Bonds (Continued):

Optional Redemption: The Series A Port District Project Bonds are redeemable by the Authority on any interest payment date in whole or in part, and if in part, in any order of maturity specified by the Authority and in any principal amount within a maturity as specified by the Authority. Any such redemption shall be made at a redemption price equal to accrued interest to the redemption date plus the greater of (i) the principal amount of the Series A Port District Project Bonds to be redeemed, and (ii) an amount equal to the discounted remaining fixed amount payments applicable to the Series A Port District Project Bonds to be redeemed. Allocation of the amounts of Series A Port District Project Bonds to be redeemed shall be proportionate as nearly as reasonably possible having due regard for minimum authorized denominations of the 1999 Port District Project Bonds among the respective interest of the holders of the Series A Port District Project Bonds to be redeemed at the time of selection of such Series A Port District Project Bonds for redemption regard for minimum authorized denominations of the 1999 Port District Project Bonds among the respective interest of the holders of the Series A Port District Project Bonds to be redeemed at the time of selection of such Series A Port District Project Bonds for redemption.

2008 Revenue Refunding Bonds: On July 25, 2008, the Authority issued \$358,175 in Revenue Refunding Bonds as variable rate demand obligations (VRDO's). The 2008 Revenue Refunding Bonds were issued to provide funds, together with other funds available: (a) to finance the current refunding of \$358,175 aggregate principal amount of the Authority's Revenue Refunding Bonds, Series of 2007, consisting of all of the outstanding bonds of such series; and (b) to pay the costs of issuance of the 2008 Revenue Refunding Bonds.

The 2008 Revenue Refunding Bonds were issued pursuant to the Compact, the New Jersey Act, the Pennsylvania Act (as such terms are defined herein) and an Indenture of Trust dated as of July 1, 1998, by and between the Authority and TD Bank, N.A., Cherry Hill, New Jersey, as successor to Commerce Bank, N.A. (the "Trustee"), as supplemented by a First Supplemental Indenture dated as of July 1, 1998, a Second Supplemental Indenture dated as of August 15, 1998, a Third Supplemental Indenture dated as of December 1, 1999, a Fourth Supplemental Indenture dated as of October 1, 2007 and a Fifth Supplemental Indenture dated as of July 15, 2008 (the "Fifth Supplemental Indenture") (collectively, the "1998 Revenue Bond Indenture").

The 2008 Revenue Refunding Bonds, together with all other indebtedness outstanding under the 1998 Revenue Bond Indenture and any parity obligations hereafter issued under the 1998 Revenue Bond Indenture, are equally and ratably payable solely from and secured by a lien on and security interest in (i) the Net Revenues described herein, (ii) all moneys, instruments and securities at any time and held by the Authority or the Trustee in any Fund created or established under the 1998 Revenue Bond Indenture and (iii) the proceeds of all the foregoing, except for the moneys, instruments and securities held in the 1998 General Fund and the 1998 Rebate Fund. The 2008A Letter of Credit (as defined herein) secures only the 2008A Revenue Refunding Bonds and the 2008B Letter of Credit (as defined herein) secures only the 2008B Revenue Refunding Bonds.

The 2008 Revenue Refunding Bonds are subject to purchase on the demand of the holder at a price equal to principal plus accrued interest on seven days' notice and delivery to the Authority's tender agent, TD Bank, N.A. The tender agent shall provide a copy of said notice to the applicable remarketing agent, who is authorized to use its best efforts to sell the repurchased bonds at a price equal to 100 percent of the principal plus accrued interest to the purchase date.

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Notes to Combined Financial Statements
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Note 12. Funded and Long-Term Debt (Continued)

2008 Revenue Refunding Bonds (Continued): Under irrevocable direct pay letters of credit (“DPLOC”) issued by Bank of America, N.A. and TD Bank, N.A., the trustee or the remarketing agent is entitled to draw an amount sufficient to pay the purchase price of the bonds delivered to it. The letters of credit (“LOC”) require the Authority to make immediate payment of any draws under the line and were valid through July 23, 2013. In 2013, the letters of credit were extended as noted below.

The Authority was initially required to pay annual facility fees to Bank of America, N.A. and TD Bank, N.A. for the letters of credit. The initial facility fee was calculated based on 1.35% of the gross amount available under the line based on the Authority’s bond ratings, as determined by Moody’s and S&P. In addition, the Authority was required to pay an annual remarketing fee, payable quarterly in arrears, equal to 0.07% of the aggregate principal amount of the bonds outstanding at the beginning of the period.

On June 28, 2013, the Authority amended and extended its DPLOC with TD Bank, N.A. supporting the 2008 Revenue Refunding Bonds, Series B, to expire on December 31, 2017. In addition, the Authority amended and extended its DPLOC with the Bank of America, N.A., effective on July 22, 2013, to expire on July 22, 2016. The new LOC fees range from 0.65% to 0.70%. The annual remarketing fees remained unchanged.

The 2008 Revenue Refunding Bonds outstanding at December 31, 2015 are as follows:

Series A				Series B	
Maturity Date (January 1)	Interest Rate/Yield	Principal Amount	Maturity Date (January 1)	Interest Rate/Yield	Principal Amount
2026	Variable	\$ 127,985	2026	Variable	\$ 142,195
Total par value of 2008 Revenue Refunding Bonds					<u>\$ 270,180</u>

Interest Rate Mode: Weekly

Rate Determination Date: Generally each Wednesday

Interest Rate Payment Dates: First Business day of each month

Rate in Effect at December 31, 2015: Series A - .010%; Series B - .010%

Optional Redemption: While in the Weekly Mode, the 2008A Revenue Refunding Bonds are subject to optional redemption by the Authority, in whole or in part, in Authorized Denominations on any Business Day, at redemption price equal to the principal amount thereof, plus accrued interest, if any, to the Redemption Date. While in the Weekly Mode, the 2008B Revenue Refunding Bonds are subject to optional redemption by the Authority, in whole or in part, in Authorized Denominations on any Business Day, at a redemption price equal to the principal amount thereof, plus accrued interest, if any, to the Redemption Date.

Sinking Fund Redemption: The 2008 Revenue Refunding Bonds are subject to mandatory redemption in part on January 1 of each year and in the respective principal amounts set forth below at one hundred percent (100%) of the principal amount of 2008 Revenue Refunding Bonds to be redeemed, plus interest accrued to the Redemption Date, from funds which the Authority covenants to deposit in the 2008A Bonds Sinking Fund Account created in the 1998 Debt Service Fund established pursuant to 1998 Revenue Bond Indenture, in amounts sufficient to redeem on January 1 of each year the principal amount of such 2008 Revenue Refunding Bonds for each of the years set forth as follows:

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Note 12. Funded and Long-Term Debt (Continued)2008 Revenue Refunding Bonds (Continued)Sinking Fund Redemption (Continued)

January 1	Sinking Fund Installments		
	Series A	Series B	Total
2016	\$ 8,800	\$ 9,775	\$ 18,575
2017	9,280	10,310	19,590
2018	9,785	10,870	20,655
2019	10,315	11,465	21,780
2020	10,880	12,090	22,970
2021	11,475	12,745	24,220
2022	12,100	13,440	25,540
2023	12,755	14,175	26,930
2024	13,455	14,945	28,400
2025	14,185	15,760	29,945
2026	14,955	16,620	31,575
	<u>\$ 127,985</u>	<u>\$ 142,195</u>	<u>\$ 270,180</u>

2010 Revenue Refunding Bonds: On June 30, 2010, the Authority issued \$350,000 in Revenue Refunding Bonds, Series A of 2010, Revenue Refunding Bonds, Series B of 2010 and Revenue Refunding Bonds, Series C of 2010 as variable rate demand obligations ("VRDOs"). The 2010 Revenue Refunding Bonds were issued pursuant to the Indenture of Trust dated as of July 1, 1998 by and between the Authority and TD Bank, N.A., Cherry Hill, New Jersey, as successor to Commerce Bank, N.A. ("Trustee"), as previously supplemented by five supplemental indentures thereto and as further supplemented by a Sixth Supplemental Indenture ("Sixth Supplemental Indenture") dated as of March 15, 2010 (collectively, "1998 Revenue Bond Indenture"). The 2010 Revenue Refunding Bonds were issued to provide funds, together with other available funds, to (i) currently refund \$349,360 aggregate principal amount of the Authority's outstanding Revenue Bonds, Series of 1999, (ii) fund any required deposit to the 1998 Debt Service Reserve Fund (defined herein), and (iii) pay the costs of issuance of the 2010 Revenue Refunding Bonds.

The 2010 Revenue Refunding Bonds are subject to purchase on the demand of the holder at a price equal to principal plus accrued interest on seven days' notice and delivery to the Authority's tender agent, TD Bank, N.A. The tender agent shall provide a copy of said notice to the applicable remarketing agent, who is authorized to use its best efforts to sell the repurchased bonds at a price equal to 100 percent of the principal plus accrued interest to the purchase date.

Under irrevocable letters of credit issued by J.P. Morgan Chase, N.A., Bank of America, N.A. and PNC Bank, N.A., the trustee or the remarketing agent is entitled to draw an amount sufficient to pay the purchase price of the bonds delivered to it. The letters of credit ("LOC") require the Authority to make immediate payment of any draws under the line and were valid through March 29, 2013. In 2013, the letters of credit were replaced as noted below.

Initially, the Authority was required to pay annual facility fees to J.P. Morgan Chase, N.A., Bank of America, N.A. and PNC Bank, N.A. for the letters of credit in percentages varying from 1.35% to 1.675% of the gross amount available under the LOC, through March 21, 2013, when these LOCs were replaced. In addition, the Authority was required to pay an annual remarketing fee, payable quarterly in arrears, equal to 0.10% of the aggregate principal amount of the bonds outstanding at the beginning of the period.

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Note 12. Funded and Long-Term Debt (Continued)

2010 Revenue Refunding Bonds (Continued): On March 21, 2013, the Authority completed its LOC substitution/replacement program, replacing the existing LOC providers with three new banks: Royal Bank (Series A), Barclays Bank (Series B), and Bank of New York Mellon (Series C). The LOC fees were reduced, ranging from 0.45% to 0.70%, and the remarketing fee for each series was reduced to 0.08%/annum.

The 2010 Revenue Refunding Bonds outstanding at December 31, 2015 were as follows:

	Maturity Date (January 1)	Interest Rate/Yield	Principal Amount
Series A	2026	Variable	\$ 135,840
Series B	2026	Variable	135,840
Series C	2026	Variable	45,275
Total par value of 2010 Revenue Refunding Bonds			<u>\$ 316,955</u>

Interest Rate Mode: Weekly

Rate Determination Date: Generally each Wednesday

Rate in Effect at December 31, 2015: Series A - .010%; Series B - .010%; Series C - .010%

Optional Redemption: While in the Weekly Mode, each Series of the 2010 Revenue Refunding Bonds is subject to optional redemption by the Authority, in whole or in part, in Authorized Denominations on any Business Day, at a redemption price equal to the principal amount thereof, plus accrued interest, if any, to the applicable Redemption Date.

Mandatory Sinking Fund Redemption: The 2010 Revenue Refunding Bonds are subject to mandatory redemption in part on January 1 of each year and in the respective principal amounts set forth below at 100% of the principal amount of 2010 Revenue Refunding Bonds to be redeemed, plus interest accrued to the Redemption Date, from funds which the Authority covenants to deposit in the 2010A Bonds Sinking Fund Account, 2010B Bonds Sinking Fund Account, and 2010C Bonds Sinking Fund Account created in the 1998 Debt Service Fund established pursuant to 1998 Revenue Bond Indenture, in amounts sufficient to redeem on January 1 of each year the principal amount of such 2010 Revenue Refunding Bonds for each of the years set forth below:

Sinking Fund Installments				
January 1	Series A	Series B	Series C	Total
2016	\$ 9,195	\$ 9,195	\$ 3,070	\$ 21,460
2017	9,730	9,730	3,240	22,700
2018	10,280	10,280	3,430	23,990
2019	10,875	10,875	3,625	25,375
2020	11,500	11,500	3,830	26,830
2021	12,160	12,160	4,055	28,375
2022	12,855	12,860	4,285	30,000
2023	13,595	13,595	4,530	31,720
2024	14,375	14,375	4,790	33,540
2025	15,200	15,200	5,065	35,465
2026	16,075	16,070	5,355	37,500
	<u>\$ 135,840</u>	<u>\$ 135,840</u>	<u>\$ 45,275</u>	<u>\$ 316,955</u>

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Note 12. Funded and Long-Term Debt (Continued)

2010 Revenue Bonds: On July 15, 2010, the Authority issued \$308,375 in Revenue Bonds, Series D of 2010 (the "2010 Revenue Bonds"). The 2010 Revenue Bonds were issued by means of a book-entry-only system evidencing ownership and transfer of 2010 Revenue Bonds on the records of The Depository Trust Company, New York, New York ("DTC"), and its participants. Interest on the 2010 Revenue Bonds will be payable semi-annually on January 1 and July 1 of each year commencing January 1, 2011 (each an "Interest Payment Date").

The 2010 Revenue Bonds were issued pursuant to the Compact, the New Jersey Act, the Pennsylvania Act (as such terms are defined herein) and an Indenture of Trust, dated as of July 1, 1998, by and between the Authority and TD Bank, N.A., Cherry Hill, New Jersey, as successor to Commerce Bank, N.A. (the "Trustee"), as supplemented by a First Supplemental Indenture, dated as of July 1, 1998, a Second Supplemental Indenture, dated as of August 15, 1998, a Third Supplemental Indenture, dated as of December 1, 1999, a Fourth Supplemental Indenture, dated as of October 1, 2007, a Fifth Supplemental Indenture, dated as of July 15, 2008, a Sixth Supplemental Indenture, dated as of March 15, 2010, and a Seventh Supplemental Indenture, dated as of July 1, 2010 (collectively, the "1998 Revenue Bond Indenture").

The 2010 Revenue Bonds were issued for the purpose of: (i) financing a portion of the costs of the Authority's approved Capital Improvement Program; (ii) funding the Debt Service Reserve Requirement for the 2010 Revenue Bonds; and (iii) paying the costs of issuance of the 2010 Revenue Bonds (Series D). (Note: As per its 2008 Reimbursement Resolution, upon issuance of the 2010 Revenue Bonds, the Authority reimbursed its General Fund, for approximately \$100 million, for prior capital expenditures made during the period October 2008 through July 2010).

The 2010 Revenue Bonds are limited obligations of the Authority and are payable solely from the sources referred to in the 2010 Revenue Bonds and the 1998 Revenue Bond Indenture. Neither the credit nor the taxing power of the Commonwealth of Pennsylvania (the "Commonwealth") or the State of New Jersey (the "State") or of any county, city, borough, village, township or other municipality of the Commonwealth or the State is or shall be pledged for the payment of the principal, redemption premium, if any, or interest on the 2010 Revenue Bonds. The 2010 Revenue Bonds are not and shall not be deemed to be a debt or liability of the Commonwealth or the State or of any such county, city, borough, village, township or other municipality, and neither the Commonwealth nor the State nor any such county, city, borough, village, township or other municipality is or shall be liable for the payment of such principal or, redemption premium, or interest. The Authority has no taxing power.

Mandatory Sinking Fund Redemption: The 2010 Revenue Bonds maturing January 1, 2035 and January 1, 2040 are subject to mandatory redemption prior to maturity by the Authority, in part, on January 1 of each year in the respective principal amounts set forth below at 100% of the principal amount thereof, plus accrued interest to the Redemption Date from sinking fund installments which are required to be paid in amounts sufficient to redeem on January 1 of each year the principal amount of such 2010 Revenue Bonds specified for each of the years set forth below. Payment of principal and interest on the 2010 Revenue Bonds (the "2010 Insured Bonds"), in the principal amount of \$60,000 maturing January 1, 2040 is guaranteed under an insurance policy issued by Assured Guaranty Municipal Corp. (formerly known as Financial Security Assurance, Inc.).

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Note 12. Funded and Long-Term Debt (Continued)2010 Revenue Bonds (Continued):Mandatory Sinking Fund Redemption (Continued)

The 2010 Revenue Bonds outstanding at December 31, 2015 are as follows:

Maturity Date (January 1)	Interest Rate/Yield	Principal Amount	Maturity Date (January 1)	Interest Rate/Yield	Principal Amount
Serial Bonds					
			2027	5.00%	\$ 3,465
			2028	5.00%	17,210
			2029	5.00%	18,070
			2030	5.00%	18,975
					57,720
Term Bonds					
2031	5.00%	\$ 16,245	2036	5.00%	14,575
2031	5.05%	3,675	2036	5.00%	10,860
2032	5.00%	17,055	2037	5.00%	15,310
2032	5.05%	3,865	2037	5.00%	11,400
2033	5.00%	17,905	2038	5.00%	16,075
2033	5.05%	4,060	2038	5.00%	11,970
2034	5.00%	18,810	2039	5.00%	16,875
2034	5.05%	4,260	2039	5.00%	12,570
2035	5.00%	19,750	2040	5.00%	17,720
2035	5.05%	4,475	2040	5.00%	13,200
					250,655
Total par value of 2010 Revenue Bonds					308,375
Less: unamortized bond discount					(470)
Total 2010 Revenue Bonds, net					\$ 307,905

Optional Redemption: The 2010 Revenue Bonds are subject to redemption at the option of the Authority, prior to maturity, in whole or in part (and if in part, in such order of maturity or within a maturity as the Authority shall specify, or if the Authority shall fail to specify, by lot or by such other method as the Paying Agent determines to be fair and reasonable and in any principal amount in Authorized Denominations) at any time on or after January 1, 2020. Any such redemption shall be made at a redemption price equal to 100% of the principal amount of the 2010 Bonds to be redeemed, plus accrued interest to the Redemption Date.

2012 Port District Project Refunding Bonds: On December 20, 2012, the Authority issued \$153,030 in Port District Project Refunding Bonds, Series 2012. The Port District Project Refunding Bonds, Series 2012 (the "2012 Bonds") were issued pursuant to the Compact, the New Jersey Act, the Pennsylvania Act (as such terms are defined herein) and an Indenture of Trust (the "Indenture") dated as of December 1, 2012, between the Authority and TD Bank, N.A., Cherry Hill, New Jersey, as trustee (the "Trustee").

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
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Note 12. Funded and Long-Term Debt (Continued)

2012 Port District Project Refunding Bonds (Continued): The 2012 Bonds were issued to (i) refund and redeem all of the outstanding principal balance of and interest accrued on the Authority's outstanding Port District Project Bonds, Series B of 1998, (the "1998 Refunded Bonds"), Port District Project Bonds, Series B of 1999 (the "1999 Refunded Bonds"), and Port District Project Bonds, Series A of 2001 (the "2001 Refunded Bonds").

The refunding resulted in a loss (difference between the reacquisition price and the net carrying amount of the old debt) of \$7,000. This difference, reported in the accompanying combined financial statements as a deferred outflow of resources, is being charged to operations through the year 2025 using the effective interest method.

The 2012 Bonds are general corporate obligations of the Authority. The 2012 Bonds are not secured by a lien or charge on, or pledge of, any revenues or other assets of the Authority other than the monies, if any, on deposit from time to time in the Funds established under the Indenture, except for the Rebate Fund. No tolls, rents, rates or other charges are pledged for the benefit of the 2012 Bonds. The 2012 Bonds are equally and ratably secured by the monies, if any, on deposit in the Funds established under Indenture, except for the Rebate Fund. The 2012 Bonds are payable from such Funds and from other monies of the Authority legally available therefore.

Redemption Provisions:

Optional Redemption: The 2012 Bonds maturing on or after January 1, 2024 are subject to redemption prior to maturity at the option of the Authority on or after January 1, 2023, in whole at any time, or in part at any time and from time to time, in any order of maturity specified by the Authority and within a maturity as selected by the Trustee as provided in the Indenture and as summarized below under the subheading "Redemption Provisions - Selection of 2012 Bonds to be Redeemed." Any such redemption shall be made at a redemption price equal to the principal amount of the Bonds to be redeemed, plus interest accrued to the date fixed for redemption.

Payment of Redemption Price: Notice of redemption having been given in the manner provided in the Indenture, or written waivers of notice having been filed with the Trustee prior to the date set for redemption, the 2012 Bonds (or portions thereof) so called for redemption shall become due and payable on the redemption date so designated and interest on such 2012 Bonds (or portions thereof) shall cease to accrue from the redemption date whether or not such Bonds shall be presented for payment. The principal amount of all 2012 Bonds so called for redemption, together with the redemption premium, if any, payable with respect thereto and accrued and unpaid interest thereon to the date of redemption, shall be paid (upon presentation and surrender of such 2012 Bonds) by the Paying Agent out of the appropriate Fund or other funds deposited for the purpose.

Selection of 2012 Bonds to be Redeemed: If less than all of the 2012 Bonds are to be redeemed and paid prior to maturity, 2012 Bonds registered in the name of the Authority shall be redeemed before other 2012 Bonds are redeemed. Thereafter, the portion of 2012 Bonds to be redeemed shall be selected by the Authority, or if no such selection is made, by lot by the Trustee from among all outstanding 2012 Bonds eligible for redemption. In the case of a partial redemption of 2012 Bonds when 2012 Bonds of denominations greater than the minimum Authorized Denomination are outstanding, then for all purposes in connection with such redemption, each principal amount equal to the minimum authorized denomination shall be treated as though it were a separate 2012 Bond for purposes of selecting the 2012 Bonds to be redeemed, provided that no 2012 Bonds shall be redeemed in part if the principal amount to be outstanding following such partial redemption is not an authorized denomination.

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Note 12. Funded and Long-Term Debt (Continued)2012 Port District Project Refunding Bonds (Continued)Redemption Provisions (Continued):

The 2012 Port District Project Refunding Bonds outstanding at December 31, 2015 are as follows:

Maturity Date (January 1)	Interest Rate/Yield	Principal Amount	Maturity Date (January 1)	Interest Rate/Yield	Principal Amount
2016	5.00%	\$ 6,030	2022	5.00%	\$ 14,085
2017	5.00%	6,335	2023	5.00%	240
2018	2.00%	225	2023	3.00%	14,545
2019	5.00%	6,425	2024	5.00%	15,520
2020	5.00%	6,975	2025	5.00%	16,300
2021	5.00%	7,320	2026	5.00%	17,115
2021	5.00%	12,350	2027	5.00%	17,975
Total par value of 2012 Port District Project Refunding Bonds					141,440
Add: unamortized bond premium					15,285
Total 2012 Port District Project Refunding Bonds, net					<u>\$ 156,725</u>

2013 Revenue Bonds: On December 18, 2013, the Delaware River Port Authority issued its Revenue Bonds, Series of 2013 in the aggregate principal amount of \$476,585. The 2013 Revenue Bonds were issued by means of a book-entry-only system evidencing ownership and transfer of 2013 Revenue Bonds on the records of The Depository Trust Company, New York, New York ("DTC"), and its participants. Interest on the 2013 Revenue Bonds will be payable semi-annually on January 1 and July 1 of each year commencing July 1, 2014 (each an "Interest Payment Date").

The 2013 Revenue Bonds were issued pursuant to the Compact, the New Jersey Act, the Pennsylvania Act (as such terms are defined herein) and an Indenture of Trust, dated as of July 1, 1998, by and between the Authority and TD Bank, National Association (N.A.), Cherry Hill, New Jersey, as successor to Commerce Bank, National Association (N.A.), as trustee (the "Trustee"), as heretofore supplemented from time to time, including as supplemented by a Ninth Supplemental Indenture, dated as of December 1, 2013 (collectively, the "1998 Revenue Bond Indenture"). The 2013 Revenue Bonds are being issued for the purpose of: (i) financing a portion of the costs of the Authority's approved capital improvement program; (ii) funding a deposit to the 1998 Debt Service Reserve Fund established under and as specifically defined in the 1998 Revenue Bond Indenture; and (iii) paying the costs of issuance of the 2013 Revenue Bonds.

The 2013 Revenue Bonds are limited obligations of the Authority and are payable solely from the sources referred to in the 2013 Revenue Bonds and the 1998 Revenue Bond Indenture. Neither the credit nor the taxing power of the Commonwealth of Pennsylvania (the "Commonwealth") or the State of New Jersey (the "State") or of any county, city, borough, village, township or other municipality of the Commonwealth or the State is or shall be pledged for the payment of the principal, redemption premium, if any, or interest on the 2013 Revenue Bonds. The 2013 Revenue Bonds are not and shall not be deemed to be a debt or liability of the Commonwealth or the State or of any such county, city, borough, village, township or other municipality, and neither the Commonwealth nor the State nor any such county, city, borough, village, township or other municipality is or shall be liable for the payment of such principal, redemption premium, or interest. The Authority has no taxing power.

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
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Note 12. Funded and Long-Term Debt (Continued)

2013 Revenue Bonds (Continued): The 2013 Revenue Bonds outstanding at December 31, 2015 are as follows:

Maturity Date (January 1)	Interest Rate/Yield	Principal Amount	Maturity Date (January 1)	Interest Rate/Yield	Principal Amount
2027	5.000%	\$ 23,560	2034	5.000%	\$ 33,355
2027	4.125%	845	2034	4.625%	810
2028	5.000%	25,615	2035	5.000%	35,870
2029	5.000%	26,895	2036	5.000%	37,660
2030	5.000%	28,070	2037	5.000%	36,540
2030	4.500%	170	2038	4.750%	3,000
2031	5.000%	29,650	2038	5.000%	41,515
2032	4.500%	31,135	2039	5.000%	43,590
2033	5.000%	32,535	2040	5.000%	45,770
Total par value of 2013 Revenue Bonds					476,585
Add: unamortized bond premium					10,638
Total 2013 Revenue Bonds, net					<u>\$ 487,223</u>

Optional Redemption: The 2013 Revenue Bonds are subject to redemption at the option of the Authority, prior to maturity, in whole or in part (and if in part, in such order of maturity or within a maturity as the Authority shall specify, or if the Authority shall fail to specify, by lot or by such other method as the Paying Agent determines to be fair and reasonable and in any principal amount in Authorized Denominations), at any time on or after January 1, 2024. Any such redemption shall be made at a redemption price equal to 100% of the principal amount of the 2013 Revenue Bonds to be redeemed, plus accrued interest to the Redemption Date.

Maturities of Principal and Interest on Bonds: The following presents the principal and interest due on all bonds outstanding as of December 31, 2015 (assuming the letter of credit agreements with respect to the variable rate 2008 and 2010 Revenue Refunding Bonds are renewed over the term of the bonds and the bonds are remarketed):

Years Ending December 31,	Principal	Interest *	Total
2016	\$ 50,010	\$ 47,732	\$ 97,742
2017	52,870	47,106	99,976
2018	55,865	46,444	102,309
2019	59,050	45,740	104,790
2020	62,415	44,988	107,403
2021-2025	368,210	213,927	582,137
2026-2030	267,040	182,441	449,481
2031-2035	273,455	122,397	395,852
2036-2040	348,630	45,273	393,903
	1,537,545	\$ 796,048	\$ 2,333,593
Net unamortized bond discounts and premiums	25,453		
	<u>\$ 1,562,998</u>		

* does not include the net swap payments on the Authority's hedged variable rate bonds (Note 4, page 55)

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Note 12. Funded and Long-Term Debt (Continued)

Maturities of Principal and Interest on Bonds (Continued): The interest on variable rate debt is computed using the interest rate effective at December 31, 2015. The interest rates on the Authority's variable rate debt are set by the remarketing agent and are reset weekly.

LOC Renewal/Replacement History – 2008 Variable Rate Bonds: In June 2013, the letters of credit supporting the 2008 variable rate bonds were renewed and extended with Bank of America, N.A. and TD Bank, N.A. to July 2016 and December 2017, respectively. If the letter of credit agreements supporting the 2008 variable rate bonds are not renewed in 2016 and 2017 and the 2008 bonds are mandatorily redeemed, the 2017 debt service requirements will be \$169,195, rather than the \$52,870 shown in the table on the preceding page and the 2018 debt service requirements will be \$174,980, rather than the \$55,865 shown in the table on the preceding page.

LOC Renewal/Replacement History – 2010 Variable Rate Bonds: In March 2013, the letters of credit supporting the 2010 variable rate bonds were replaced with new letters of credit from Royal Bank of Canada (Series A), Barclay's Bank PLC (Series B), and The Bank of New York Mellon (Series C), which expire in March 2016, March 2015, and March 2016, respectively. If the letter of credit agreements supporting the 2010 Series A and Series C variable rate bonds are not renewed in 2016 and the 2010 Series A and Series C bonds are mandatorily redeemed, the 2016 debt service requirements will be \$206,595, rather than the \$50,010 shown in the table on the preceding page. The letter of credit agreement supporting the 2010 Series B variable rate bonds was renewed in 2015. On February 18, 2015, Barclays Bank PLC delivered a "Notice of Extension" to TD Bank (trustee for the bonds), to extend the "stated expiration date" in the LOC to March 20, 2018.

Interest on all of the Authority's fixed rate debt (revenue bonds and port district project bonds issued in 1999, 2010, 2012, and 2013) is payable semi-annually on January 1 and July 1 in each year. Interest on the 2008 and 2010 Revenue Refunding Bonds is payable monthly on the first business day of each month. The Authority is current on all of its monthly debt service payments on all obligations.

Debt Authorized but not Issued: At its August 2013 meeting, the Authority's Board authorized the issuance, sale and delivery of up to \$550,000 in taxable or tax-exempt fixed rate bonds, to fund the 5-year 2013 Capital Plan (DRPA-13-094). This resolution rescinded and repealed all prior resolutions (DRPA-09-064 and DRPA-13-030) and any prior inconsistent resolutions. In December 2013, the Authority issued \$476,600 in fixed rate bonds (the 2013 Revenue Bonds) based on this resolution. As of December 31, 2015, approximately \$73,400 remains as authorized, but not issued.

Bond Ratings:

Moody's Investors Service Bond Ratings (Moody's): Concurrent with the issuance of the \$153,030 in Port District Project Refunding Bonds, on November 30, 2012, Moody's affirmed the ratings on all Authority Revenue and Port District Project Bonds; however, the outlook improved from "negative" to "stable" on all bonds. (This represented the first change in Moody's ratings since it had assigned a "negative" outlook on all the Authority's bonds in March of 2010).

Concurrent with the Authority's issuance of the \$476,600 in new revenue bonds, in its report dated November 22, 2013; Moody's assigned a rating of "A3" to the 2013 Revenue Bonds, and affirmed its existing ratings on all Authority bonds (revenue bonds at "A3", port district bonds at "Baa3"). The outlook remains at "stable" for all bonds. On December 11, 2015, Moody's affirmed its ratings on all Authority bonds. As of December 31, 2015, these ratings and outlook remain in place.

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Note 12. Funded and Long-Term Debt (Continued)

Standard & Poor's Ratings Services Bond Ratings (S&P): Concurrent with the issuance of \$153,030 in Port District Project Refunding Bonds, on November 30, 2012, S&P affirmed the ratings on all Authority Revenue and Port District Project Bonds; however, the outlook improved from "stable" to "positive" on all bonds. (This represented the first change in S&P's ratings outlook since it had assigned a "stable" outlook on all the Authority's bonds since July 2009). Concurrent with the Authority's issuance of \$476,600 in new revenue bonds, in its report dated November 27, 2013, S&P assigned a rating of "A" on the new series, and upgraded the Authority's ratings on both its revenue and refunding bonds (from "A-" to "A") and on its port district project bonds (from "BBB-" to "BBB"). The outlook is "stable" for all Authority bonds.

On December 23, 2014, S&P reaffirmed the Authority's ratings for all of its Revenue/ Revenue Refunding and Port District Project bonds, at "A" and "BBB," respectively, with a stable outlook. At December 31, 2015, these ratings, and outlook, remained unchanged. Please see Note 20, Subsequent Events for further information.

Ratings on Jointly Supported Transactions, 2008 Revenue Refunding Bonds: Moody's Investors Service ("Moody's") and Standard & Poor's Ratings Services, a division of The McGraw-Hill Companies, Inc. ("S&P"), initially assigned their municipal bond ratings to the 2008 Revenue Refunding Bonds based upon the understanding that upon delivery of the 2008A Revenue Refunding Bonds or 2008B Revenue Refunding Bonds, the respective Letter of Credit securing the payment when due of the principal of, or purchase price of 2008A Revenue Refunding Bonds or 2008B Revenue Refunding Bonds tendered for purchase and not otherwise remarketed and interest on the 2008A Revenue Refunding Bonds or 2008B Revenue Refunding Bonds will be delivered by Bank of America, N.A. and TD Bank, N.A., respectively.

The long-term ratings assigned by Moody's and S&P reflect each organization's approach to rating jointly supported transactions and are based upon the Direct Pay Letters of Credit provided by Bank of America, N.A. for the 2008A Revenue Refunding Bonds and TD Bank, N.A. for the 2008B Revenue Refunding Bonds. Since a loss to a bondholder of a 2008A Revenue Refunding Bond or a 2008B Revenue Refunding Bond would occur only if both the bank providing the applicable Letter of Credit and the Authority default in payment, Moody's and S&P have assigned a long-term rating to the 2008 Revenue Refunding Bonds based upon the joint probability of default by both applicable parties.

Set forth in the following chart are the jointly supported long term and short term ratings on the 2008 Revenue Refunding Bonds as of December 31, 2015:

		<u>Long-term</u>	<u>Short-term</u>
2008A Revenue Refunding Bonds	Moody's:	A1	VMIG 1
	S&P	AAA	A-1
2008B Revenue Refunding Bonds	Moody's	Aa1	VMIG 1
	S&P	AAA	A-1+

No provider of a Letter of Credit is obligated to maintain its present or any other credit rating and shall have no liability if any such credit rating is lowered, withdrawn, or suspended.

Ratings on Jointly Supported Transactions, 2010 Revenue Refunding Bonds: Moody's and S&P, initially assigned their municipal bond ratings to the 2010 Revenue Refunding Bonds based upon the understanding that upon delivery of the 2010A Revenue Refunding Bonds, the 2010B Revenue Refunding Bonds or the 2010C Revenue Refunding Bonds, the respective Letter of Credit securing the payment when due of the principal of, or purchase price of the 2010A Revenue Refunding Bonds, the 2010B Revenue Refunding Bonds or the 2010C Revenue Refunding Bonds tendered for purchase and not otherwise remarketed and interest on the 2010A Revenue Refunding Bonds, the 2010B Revenue Refunding Bonds or the 2010C Revenue Refunding Bonds would be delivered by JPMorgan Chase Bank, N.A., Bank of America, N.A. and PNC Bank, N.A. respectively.

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Note 12. Funded and Long-Term Debt (Continued)

Ratings on Jointly Supported Transactions, 2010 Revenue Refunding Bonds (Continued): In 2013, the existing Direct Pay Letters of Credit provided by JPMorgan Chase Bank, N.A., Bank of America, N.A. and PNC Bank, N.A. were replaced with Direct Pay Letters of Credit provided by Royal Bank of Canada, Barclays Bank PLC and The Bank of New York Mellon, respectively.

The long-term ratings assigned by Moody's and S&P reflect each organization's approach to rating jointly supported transactions and are based upon the Direct Pay Letters of Credit provided by Royal Bank of Canada for the 2010A Revenue Refunding Bonds, Barclays Bank PLC for the 2010B Revenue Refunding Bonds and The Bank of New York Mellon for the 2010C Revenue Refunding Bonds. Since a loss to a bondholder of a 2010A Revenue Refunding Bond, a 2010B Revenue Refunding Bond or a 2010C Revenue Refunding Bond would occur only if both the bank providing the applicable Letter of Credit and the Authority default in payment, Moody's and S&P have assigned a long-term rating to the 2010 Revenue Refunding Bonds based upon the joint probability of default by both applicable parties.

Set forth in the following chart are the jointly supported long term and short term ratings on the 2010 Revenue Refunding Bonds as of December 31, 2015:

		<u>Long-term</u>	<u>Short-term</u>
2010A Revenue Refunding Bonds	Moody's: S&P	Aa3 AAA	VMIG 1 A-1+
2010B Revenue Refunding Bonds	Moody's S&P	A1 AAA	VMIG 1 A-1+
2010C Revenue Refunding Bonds	Moody's S&P	Aa1 AAA	VMIG 1 A-1+

No provider of a Letter of Credit is obligated to maintain its present or any other credit rating and shall have no liability if any such credit rating is lowered, withdrawn, or suspended.

Note 13. Conduit Debt Obligations

The Authority is authorized to plan, finance, develop, acquire, construct, purchase, lease, maintain, market, improve and operate any project within the Port District including, but not limited to, any terminal, terminal facility, transportation facility, or any other facility of commerce or economic development activity, from funds available after appropriate allocation for maintenance of bridge and other capital facilities. Utilizing this authorization, the Authority has issued certain debt bearing its name to lower the cost of borrowing for specific governmental entities. This debt is commonly referred to as conduit (or non-commitment) debt. Typically, the debt proceeds are used to finance facilities within the Authority's jurisdiction that are transferred to the third party either by lease or by sale. The underlying lease or mortgage loan agreement, which serves as collateral for the promise of payments by the third party, calls for payments that are essentially the same as collateral for the promise of payments by the third party, calls for payments that are essentially the same as those required by the debt. These payments are made by the third-party directly to an independent trustee, who is appointed to service and administer the arrangement. The Authority assumes no responsibility for repayment of this debt beyond the resources provided by the underlying leases or mortgage loans.

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Note 13. Conduit Debt Obligations (Continued)

As of December 31, 2014, there was one series of Charter School Project Bonds outstanding, issued for the LEAP Academy Charter School, Inc. The corresponding aggregate principal totaling \$8,500 was treated strictly as conduit debt obligations under Interpretation No. 2 of the Governmental Accounting Standards Board (GASB) and accordingly was not included in the financial statements.

Issue	Issue Date	Issue Amount	Dec. 31, 2014		Sept. 30, 2015		Dec. 31, 2015	
			Ending Balance	Paid	Ending Balance	Oct. 6, 2015 Redeemed	Ending Balance	
Charter School Project Bonds, Series 2003	09/01/03	\$ 8,500	\$ 6,150	\$ (325)	\$ 5,825	\$ (5,825)	\$ -	

In 2015, LEAP Academy elected to optionally redeem the DRPA Charter School Project Bonds of 2003 in order to reduce its borrowing costs. (The Authority opted not to participate in this refinancing effort so the redeemed bonds were replaced with bonds issued through another agency).

On September 3, 2015 LEAP issued a conditional "Borrower's Notice of Redemption" which was sent to the Bond Trustee, indicating its intention to redeem the remaining \$5,825 in principal outstanding on the bond issue, on October 6, 2015. On October 6, these bonds were fully redeemed and are no longer outstanding. In addition, LEAP Academy fully paid off the principal and interest (in the amount of \$1.01 million) due on its existing loan with the Authority in December, 2015.

Note 14. Government Contributions for Capital Improvements, Additions and Other Projects

The Authority receives contributions in aid for financing capital improvements to the rapid transit system from the Federal Transit Administration and other government agencies. Capital improvement grant funds of \$36,758 and \$16,431 were received in 2015 and 2014, respectively. The Authority receives federal and state grants for specific construction purposes that are subject to review and audit by the grantor agencies. Although such audits could result in disallowances under terms of the grants, it is the opinion of management that any required reimbursements will not be material to the Authority's net position.

Note 15. Contingencies

Public Liability claim exposures are self-insured by the Authority within its self-insured retention limit of \$5 million for each occurrence, after which, exists a Claims-made Excess Liability policy with a limit of \$25 million per occurrence, and in the aggregate, to respond to any large losses exceeding the self-retention. The Authority, including PATCO, self-insures the initial \$1 million self-insured retention, per accident, for Workers' Compensation claims, after which a \$25 million limit of Excess Workers' Compensation insurance is provided by the policy to respond to significant Worker Compensation injuries. (Note: PATCO was completely self-insured for workers' compensation claims until 2014 when DRPA-14-020 approved the purchase of excess workers' compensation insurance for PATCO.) PATCO self-insures the initial \$1 million limit, per accident, for workers' compensation claims, after which a \$5 million limit of excess workers' compensation insurance is retained to respond to significant claims.

Self-Insurance	2015	2014
Beginning balance	\$ 4,583	\$ 3,687
Incurred claims	3,518	3,484
Payment of claims	(3,475)	(2,588)
Other - administrative fees, recoveries	-	-
Ending balance	\$ 4,626	\$ 4,583

DELAWARE RIVER PORT AUTHORITY
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Note 15. Contingencies (Continued)

The Authority is involved in various actions arising in the ordinary course of business and from workers' compensation claims. In the opinion of management, the ultimate outcome of these actions will not have a material adverse effect on the Authority's combined net position and combined results of operations.

The Authority purchases commercial insurance for all other risks of loss, e.g. bridge and non-bridge property, crime, terrorism, etc. The Authority reviews annually, and where appropriate, adjusts policy loss limits and deductibles as recommended by its insurance consultants in response to prevailing market conditions, loss experience, and revenues. Policy loss limits are established with the professional assistance of independent insurance broker consultants to ensure that sufficient coverage exists to accommodate the maximum probable loss that may result in the ordinary course of business. In addition, the amounts of settlements for the last three years have not exceeded the insurance coverage provided in those years.

Per Article 5.11 of the 1998 Bond Indenture, the Authority must certify and submit to the bond trustee, by April 30 of each year, that it has sufficient coverage with regards to "multi-risk insurance" (on DRPA and PATCO facilities), "use and occupancy insurance" (i.e., business interruption), etc. The Authority submitted its annual certification to the bond trustee, prior to the deadline, in April 2015.

Note 16. Commitments

Development Projects: In support of previously authorized economic development projects, the DRPA's Board of Commissioners authorized loan guarantees to various banks to complete the financing aspects of a particular project. The Authority's Board authorized loan guarantees in an amount not to exceed \$27,000, prior to 2011 when the Board stopped funding new economic development projects.

As of December 31, 2014, the Authority had two (2) outstanding loan guarantees, one with NJEDA (related to L-3 Communications) for \$10,000 and the other with the Home Port Alliance. On February 6, 2015, the Authority entered into a "Mutual Release of Guaranty" agreement with NJEDA, wherein both parties released each other from any obligations under the DRPA guaranty, thereby discharging the loan guarantee related to L-3 Communications.

Home Port Alliance Guarantee: On June 6, 2012, the Authority negotiated a three-year extension of the existing \$900 loan guarantee that supports a loan from TD Bank, N.A. to the Home Port Alliance for the Battleship New Jersey. The loan guarantee expired on June 6, 2015.

The Authority's Board authorized the Authority to extend the loan guaranty for a ten-year period (DRPA-15-048). In July 2015, the previously Board-approved ten (10) year loan guarantee for \$796 was executed with TD Bank.

As of December 31, 2015, the Authority had only one (1) outstanding loan guarantee, in the amount of \$796, with the Home Port Alliance. The Authority has made no cash outlays related to this guarantee.

Community Impact: The Authority has an agreement with the City of Philadelphia (City) for Community Impact regarding the PATCO high-speed transit system ("Locust Street Subway Lease"). The agreement expires on December 31, 2050. In 2015, the base amount payable to the City totaled \$3,781 as adjusted for cumulative increases in the Consumer Price Index (CPI) between 1999 and 2014. Base payments remaining in 2016 through 2017 shall equal the previous year's base payment adjusted by any increase in the CPI for that year. For the years 2018 through 2050, the annual base payment shall equal one dollar.

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Notes to Combined Financial Statements
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Note 16. Commitments (Continued)

Community Impact (Continued): In addition, for the duration of the lease, the Authority is required to annually create a PATCO Community Impact Fund in the amount of \$500, with payment of such fund to be divided annually between communities within the Commonwealth and the State, based on PATCO track miles in the respective states.

The estimated minimum commitment, adjusted for the effect of the increase in the CPI at December 31, 2015, is as follows:

Year	Amount
2016	\$ 3,787
2017	3,827
2018	500
2019	500
2020	500
Thereafter	15,000
	<u>\$ 24,114</u>

OCIP Letters of Credit: In May 2008, the Authority entered into two new separate irrevocable standby Letters of Credit (LOC) with TD Bank, N.A. (formerly Commerce Bank) and Wachovia Bank in support of the Authority's "Owner Controlled Insurance Program (OCIP)." Under this program, the Authority purchased coverage for all contractors working on major construction projects.

The Letter of Credit with Wells Fargo Bank (formerly Wachovia Bank) was for a four-year term in the amount of \$5,000 with an expiration date of May 7, 2012. The Letter of Credit with TD Bank, N.A. (formerly Commerce Bank) was in an initial amount of \$3,015 and automatically increased annually each May, in the amount of \$816, until it expired on May 7, 2012.

During 2012, the Authority extended its OCIP for a six-month period. As a consequence, in consultation with the insurance carrier, the Authority's LOC requirement supporting the program was reduced by \$5,000. The Letter of Credit with TD Bank, N.A. was renewed on May 7, 2012 in the amount of \$5,462 to expire on December 31, 2013, and again renewed on December 11, 2013 to expire December 31, 2014. The OCIP Letter of Credit with Wells Fargo Bank, in the amount of \$5,000, was not renewed.

At its April 12, 2014 meeting, the Authority's Board passed resolution DRPA-14-052 to extend the OCIP from June 30, 2014 to December 31, 2014. In December 2014, the Authority extended the \$5,462 letter of credit with TD Bank, to expire on December 31, 2015; however, prior to year-end 2015, the Authority renewed the LOC with TD Bank with an expiration date of December 31, 2016.

As of December 31, 2015, the unused amount of the Letter of Credit totaled \$5,462. No drawdowns have been made against any Letter of Credit.

Direct Pay Letters of Credit (2008 Revenue Refunding Bonds): The Authority's 2008 Revenue Refunding Bonds (Series A and B), are secured by irrevocable transferable Direct Pay Letters of Credit (DPLOC) issued by two credit providers, the Bank of America, N.A. and TD Bank, N.A., in the initial amounts of \$172,600 and \$191,800, respectively. The Authority entered into separate Reimbursement Agreements with each credit provider to facilitate the issuance of said DPLOCs.

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Notes to Combined Financial Statements
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Note 16. Commitments (Continued)

Direct Pay Letters of Credit (2008 Revenue Refunding Bonds) (Continued): Each Letter of Credit is in an original stated amount which is sufficient to pay the unpaid principal amount of and up to fifty-three (53) days of accrued interest (at a maximum interest rate of 12%) on the related 2008A Revenue Refunding Bonds or 2008B Revenue Refunding Bonds, when due, and the Purchase Price of the 2008A Revenue Refunding Bonds or the 2008B Revenue Refunding Bonds tendered or deemed tendered for purchase and not remarketed. The Credit Provider for the 2008A Revenue Refunding Bonds is only responsible for payments with respect to the 2008A Revenue Refunding Bonds for which the 2008A Letter of Credit was issued and the Credit Provider for the 2008B Revenue Refunding Bonds is only responsible for payments with respect to the 2008B Revenue Refunding Bonds for which the 2008B Letter of Credit was issued. The 2008A Letter of Credit and the 2008B Letter of Credit were renewed in July of 2010 and which expired in July of 2013.

As described in the Official Statement for the 2008 Revenue Refunding Bonds, "any draw under Letter of Credit for principal, interest or Purchase Price creates a reimbursement obligation on the part of the Authority that is secured by the 1998 Revenue Bond Indenture on a parity basis with the 2008 Revenue Refunding Bonds." (Additional information related to this transaction and the accompanying Letters of Credit can be found under Note 12).

These letters of credit were renewed with Bank of America, N.A. and TD Bank, N.A. in 2013. The new letters of credit with Bank of America, N.A. and TD Bank, N.A. expire on July 22, 2016 and December 31, 2017, respectively.

Letter of Credit Provider Ratings: Ratings for these banks as of December 31, 2015 are as follows:

	Long-Term			Short-Term		
	Moody's	S&P	Fitch *	Moody's	S&P	Fitch *
Bank of America, N.A. (Series A)	A2 Stable	A- Negative	A Negative	P-1	A-2	F1
TD Bank, N.A. (Series B)	Aa1 Stable	AA- Negative	AA- Stable	P-1	A-1+	F1+

* In April 2012, at the Authority's request, Fitch Ratings assigned a rating of "A/F1" (stable outlook) to the Authority's 2008 Series A Revenue Refunding Bonds, based on the DPLOC support provided by the Bank of America, N.A. ("A/F1", stable outlook) on the bonds.

Direct Pay Letters of Credit (2010 Revenue Refunding Bonds): The Authority's 2010 Revenue Refunding Bonds (Series A, B and C), were secured by irrevocable transferable Direct Pay Letters of Credit (DPLOC) issued by three credit providers, the Bank of America, N.A., JP Morgan Chase Bank, N.A. and PNC Bank, N.A. in the initial amounts of \$152.6 million, \$152.6 million and \$50.9 million, respectively. The Authority entered into separate Reimbursement Agreements with each credit provider to facilitate the issuance of said DPLOCs. These DPLOC's were terminated in March 2013, and replaced with new letters of credit from Royal Bank of Canada (Series A), Barclay's Bank PLC (Series B), and Bank of New York Mellon (Series C). Those letters of credit have an expiration of March 18, 2016, March 20, 2015, and March 18, 2016, respectively. On February 18, 2015, Barclays Bank PLC (Series B) delivered a "Notice of Extension" to TD Bank (Trustee for bonds), to extend the "stated Expiration Date" for the LOC to March 20, 2018.

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
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Note 16. Commitments (Continued)

Direct Pay Letters of Credit (2010 Revenue Refunding Bonds) (Continued): Each Letter of Credit is an irrevocable transferable direct-pay obligation of the respective issuing Credit Provider to pay to the Trustee, upon request and in accordance with the terms thereof, amounts sufficient to pay the unpaid principal amount and up to fifty-three (53) days (or such greater number of days as required by the rating agencies) days' accrued interest (at the maximum interest rate of 12%) on the related 2010 A Revenue Refunding Bonds, 2010 B Revenue Refunding Bonds or 2010 C Revenue Refunding Bonds when due, whether at the stated maturity thereof or upon acceleration or call for redemption, and amounts sufficient to pay the Purchase Price of the 2010 A Revenue Refunding Bonds, the 2010 B Revenue Refunding Bonds or the 2010 C Revenue Refunding Bonds, as applicable, tendered for purchase and not remarketed. A draw under a Letter of Credit for principal and interest or Purchase Price creates a Reimbursement Obligation (as defined in the 1998 Revenue Bond Indenture) on the part of the Authority.

Letter of Credit Provider Ratings: Ratings for these banks as of December 31, 2015 are as follows:

	Long-Term			Short-Term		
	Moody's	S&P	Fitch	Moody's	S&P	Fitch
Royal Bank of Canada	Aa3 Stable	AA- Stable	AA Stable	P-1	A-1+	F1+
Barclay's Bank PLC	A2 Negative	A Stable	A Stable	P-1	A-2	F1
Bank of New York Mellon	Aa2 Stable	AA- Stable	AA- Stable	P-1	A-1+	F1+

Contractual Commitments: As of December 31, 2015, the Authority had board-approved contracts with remaining balances as follows:

	Total
Benjamin Franklin Bridge:	
Bridge and pavement repairs and inspection	\$ 6,902
Temporary toll, clerical, administration and custodial workers	2,018
Toll revenue, transportation, processing and systems upgrade	7,097
ERP consulting services	10,082
Engineering services - program management and task orders	18,350
Other	608
Walt Whitman Bridge:	
Camera installation	75
Deck design, construction, rehabilitation and inspection	2,915
Suspension span stiffening	128,086
Suspension rope investigation and painting	54,809
Toll plaza substructure and pavement repair	7,362
Commodore Barry Bridge:	
Bridge painting phase I & II	7,768
Structural repairs and pavement markings and repairs	2,038
Administration building switchgear replacement	458
Betsy Ross Bridge:	
Resurfacing design services, structural repairs and inspection	10,702
PATCO System:	
Car overhaul program	114,720
Track rehabilitation across Ben Franklin Bridge	3,999
Emergency generator rectifier replacement	2,234
Westmont viaduct and track rehabilitation	13,338
Other	3,824
Other:	
One Port Center and Gateway remedial investigation	1,443
Other equipment and system upgrades and maintenance	3,083
	<u>\$ 401,911</u>

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
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Note 17. Bridge and PATCO Fare Schedules

Bridge Fares: On July 1, 2011, the approved new bridge toll schedule was implemented as follows:

Class 1 - Motorcycle	\$ 5.00
Class 2 - Automobile	5.00
Class 3 - Two Axle Trucks	15.00
Class 4 - Three Axle Trucks	22.50
Class 5 - Four Axle Trucks	30.00
Class 6 - Five Axle Trucks	37.50
Class 7 - Six Axle Trucks	45.00
Class 8 - Bus	7.50
Class 9 - Bus	11.25
Class 10 - Senior Citizen (with 2 tickets only)	2.50
Class 13 - Auto with Trailer (1 axle)	8.75

PATCO Passenger Fares: On July 1, 2011, a new fare schedule was implemented as follows:

Lindenwold/Ashland/Woodcrest	\$ 3.00
Haddonfield/Westmont/Collingswood	2.60
Ferry Avenue	2.25
New Jersey	1.60
City Hall/Broadway/Philadelphia	1.40
Off-Peak Reduced Fare Program	0.70

As noted above, PATCO has a federally mandated reduced off-peak fare program for “elderly persons and persons with disabilities.” These off-peak rates increased from \$0.62/trip to \$0.70/trip.

In December 2014, the Authority’s Board of Commissioners passed DRPA-14-147 (DRPA Resolution Authorizing Deferral of Biennial CPI toll increase) which deferred the CPI-indexed biennial toll increase from January 1, 2015 to January 1, 2017.

At its July 2015 meeting, the Authority’s Board approved a resolution, DRPA 15-090, to re-implement an \$18 credit/18 trips per month for commuter passenger vehicles in the NJ E-ZPass system (the Authority is a member of this consortium). Programming to implement this initiative was finalized and the new commuter credit program became effective on December 1, 2015.

Note 18. New Governmental Accounting Pronouncements

The Governmental Accounting Standards Board (GASB) has issued several statements that have effective dates that may impact future financial presentations. Management has not completed the process of evaluating the impact that the following statements will have on the financial statements but has determined that the effect of implementing GASB Statements No. 72 and No. 75 will be material to the financial statements and or note disclosures.

Statement No. 72, *Fair Value Measurement and Application*. This Statement addresses accounting and financial reporting issues related to fair value measurements. The definition of fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. This Statement provides guidance for determining a fair value measurement for financial reporting purposes. This Statement also provides guidance for applying fair value to certain investments and disclosures related to all fair value measurements. The Statement will become effective for the Authority for the year ending December 31, 2016.

DELAWARE RIVER PORT AUTHORITY
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Note 18. New Governmental Accounting Pronouncements (Continued)

Statement No. 73, *Accounting and Financial Reporting for Pensions and Related Assets That Are Not within the Scope of GASB Statement 68, and Amendments to Certain Provisions of GASB Statements 67 and 68*. The objective of this Statement is to improve the usefulness of information about pensions included in the general purpose external financial reports of state and local governments for making decisions and assessing accountability. The Statement will become effective for the Authority for the year ending December 31, 2016.

Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*. The primary objective of this Statement is to improve accounting and financial reporting by state and local governments for postemployment benefits other than pensions (other postemployment benefits or OPEB). It also improves information provided by state and local governmental employers about financial support for OPEB that is provided by other entities. The Statement will become effective for the Authority for the year ending December 31, 2018.

Statement No. 78, *Pensions Provided through Certain Multiple-Employer Defined Benefit Pension Plans*. The objective of this Statement is to address a practice issue regarding the scope and applicability of Statement No. 68, *Accounting and Financial Reporting for Pensions*. This issue is associated with pensions provided through certain multiple-employer defined benefit pension plans and to state or local governmental employers whose employees are provided with such pensions. The Authority elected to early implement this Statement during 2015 due to its involvement with the Teamsters Pension Plan of Philadelphia and Vicinity (refer to Note 9 for details).

Note 19. Blended Component Unit

Port Authority Transit Corporation (PATCO) is a wholly-owned subsidiary of the DRPA, established to operate and maintain the rapid transit system owned and constructed by DRPA. PATCO and DRPA share the same Board of Commissioners. A financial benefit or burden relationship exists between DRPA and PATCO as DRPA subsidizes the losses of PATCO and intends to continue to do so. The financial results of PATCO have been blended with those of DRPA in the financial statements.

Rent of Transit System Facilities: All rapid transit system facilities used by PATCO are leased from the Authority, under terms of an agreement dated April 18, 1969 and amended June 3, 1974. The lease requires PATCO to operate and maintain the Locust-Lindenwold line. The terms of the amended agreement, which was made retroactive to January 1, 1974, and which is to continue from year to year, provide that PATCO pay a minimum annual rental of \$6,122, which approximates the sum of the annual interest expense to the Authority for that portion of its indebtedness attributable to the construction and equipping of the leased facilities plus the provision for depreciation of the rapid transit facilities as recorded by the Authority. In addition, the lease requires PATCO to pay to the Authority any net earnings from operations for the Locust-Lindenwold line less a reasonable amount to be retained for working capital and operating reserves.

PATCO's outstanding liability to the DRPA for period January 1, 1974 to December 31, 2015 related to this agreement totals \$256,974.

Net Position: The net position totaling (\$685,519) and (\$644,424) as of December 31, 2015 and December 31, 2014, respectively, represents the total losses for PATCO since inception.

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
For the Years Ended December 31, 2015 and 2014
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Note 19. Blended Component Unit (Continued)

Condensed combining financial information applicable to DRPA and PATCO as of and for the year ended December 31, 2015 is as follows:

Condensed Combining Statements of Net Position

	December 31, 2015		
	DRPA	PATCO	Total
Current assets	\$ 779,690	\$ 10,785	\$ 790,475
Receivable from primary government	(3,422)	3,422	
Noncurrent assets	153,259		153,259
Capital assets	1,425,817		1,425,817
Other assets	13,818		13,818
Total assets	2,369,162	14,207	2,383,369
Deferred outflows of resources	125,980	1,838	127,818
Total assets and deferred outflows of resources	2,495,142	16,045	2,511,187
Current liabilities	117,579	7,784	125,363
Payables to primary government:			
Lease agreement	(256,974)	256,974	
Advances from DRPA	(409,878)	409,878	
Noncurrent liabilities	1,767,676	26,181	1,793,857
Total liabilities	1,218,403	700,817	1,919,220
Deferred outflows of resources	2,850	747	3,597
Net investment in capital assets	203,366		203,366
Restricted	219,485		219,485
Unrestricted	851,038	(685,519)	165,519
Total net position	\$ 1,273,889	\$ (685,519)	\$ 588,370

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
For the Years Ended December 31, 2015 and 2014
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Note 19. Blended Component Unit (Continued)

Condensed combining financial information applicable to DRPA and PATCO as of and for the year ended December 31, 2015 is as follows (continued):

Condensed Combining Statements of Revenues, Expenses and Changes in Net Position

	December 31, 2015		
	DRPA	PATCO	Total
Operating revenues			
Bridge revenues	\$ 313,675		\$ 313,675
Transit systems		\$ 26,604	26,604
Other	1,015		1,015
Total operating revenues	314,690	26,604	341,294
Operating expenses			
Operations	100,093	49,259	149,352
Depreciation	57,614		57,614
Total operating expenses	157,707	49,259	206,966
Operating income	156,983	(22,655)	134,328
Nonoperating revenues (expenses)			
Interest expense	(75,792)		(75,792)
Economic development activities	(4,167)		(4,167)
Lease rental	6,122	(6,122)	
Other	10,478	680	11,158
Total nonoperating revenues (expenses)	(63,359)	(5,442)	(68,801)
Capital contributions	36,758	-	36,758
Change in net position	130,382	(28,097)	102,285
Net position, January 1	1,232,269	(644,424)	587,845
Cumulative effect of change in accounting principles	(88,762)	(12,998)	(101,760)
Net position, January 1 (Restated)	1,143,507	(657,422)	486,085
Net position, December 31	\$ 1,273,889	\$ (685,519)	\$ 588,370

Condensed Combining Statements of Cash Flows

	December 31, 2015		
	DRPA	PATCO	Total
Net cash provided by (used in) operating activities	\$ 205,969	\$ (23,784)	\$ 182,185
Net cash provided by (used in) noncapital financing activities	(19,177)	23,738	4,561
Net cash provided by (used in) capital and related financing activities	(227,562)		(227,562)
Net cash provided by (used in) investing activities	36,245		36,245
Net increase in cash and cash equivalents	(4,525)	(46)	(4,571)
Cash and cash equivalents, January 1	33,234	1,062	34,296
Cash and cash equivalents, December 31	\$ 28,709	\$ 1,016	\$ 29,725

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
For the Years Ended December 31, 2015 and 2014
(dollars expressed in thousands)

Note 19. Blended Component Unit (Continued)

Condensed combining financial information applicable to DRPA and PATCO as of and for the year ended December 31, 2014 is as follows:

Condensed Combining Statements of Net Position

	December 31, 2014		
	DRPA	PATCO	Total
Current assets	\$ 720,900	\$ 12,798	\$ 733,698
Receivable from primary government	(1,028)	1,028	
Noncurrent assets	239,730		239,730
Capital assets	1,348,022		1,348,022
Other assets	15,464		15,464
Total assets	2,323,088	13,826	2,336,914
Deferred outflows of resources	128,763		128,763
Total assets and deferred outflows of resources	2,451,851	13,826	2,465,677
Current liabilities	114,181	7,546	121,727
Payables to primary government:			
Lease agreement	(250,852)	250,852	
Advances from DRPA	(385,339)	385,339	
Noncurrent liabilities	1,741,592	14,513	1,756,105
Total liabilities	1,219,582	658,250	1,877,832
Net investment in capital assets	174,762		174,762
Restricted	215,004		215,004
Unrestricted	842,503	(644,424)	198,079
Total net position	\$ 1,232,269	\$ (644,424)	\$ 587,845

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
For the Years Ended December 31, 2015 and 2014
(dollars expressed in thousands)

Note 19. Blended Component Unit (Continued)

Condensed combining financial information applicable to DRPA and PATCO as of and for the year ended December 31, 2014 is as follows (continued):

Condensed Combining Statements of Revenues, Expenses and Changes in Net Position

	December 31, 2014		
	DRPA	PATCO	Total
Operating revenues			
Bridge revenues	\$ 304,969		\$ 304,969
Transit systems		\$ 25,763	25,763
Other	150		150
Total operating revenues	305,119	25,763	330,882
Operating expenses			
Operations	98,747	47,130	145,877
Depreciation	57,425		57,425
Total operating expenses	156,172	47,130	203,302
Operating income	148,947	(21,367)	127,580
Nonoperating revenues (expenses)			
Interest expense	(78,377)		(78,377)
Economic development activities	(2,401)		(2,401)
Lease rental	6,122	(6,122)	
Other	9,739	3,484	13,223
Total nonoperating revenues (expenses)	(64,917)	(2,638)	(67,555)
Capital contributions	16,431	-	16,431
Change in net position	100,461	(24,005)	76,456
Net position, January 1	1,131,808	(620,419)	511,389
Net position, December 31	\$ 1,232,269	\$ (644,424)	\$ 587,845

Condensed Combining Statements of Cash Flows

	December 31, 2014		
	DRPA	PATCO	Total
Net cash provided by (used in) operating activities	\$ 205,247	\$ (22,053)	\$ 183,194
Net cash provided by (used in) noncapital financing activities	(21,871)	22,057	186
Net cash provided by (used in) capital and related financing activities	(223,565)		(223,565)
Net cash provided by (used in) investing activities	43,951	1	43,952
Net increase in cash and cash equivalents	3,762	5	3,767
Cash and cash equivalents, January 1	29,472	1,057	30,529
Cash and cash equivalents, December 31	\$ 33,234	\$ 1,062	\$ 34,296

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
For the Years Ended December 31, 2015 and 2014
(dollars expressed in thousands)

Note 20. Subsequent Events

Status of Union Labor Negotiations: The status of contract negotiations with four (4) unions is described below:

- 1.) The FOP, representing Patrol Officers, Corporals and Sergeants, and the DRPA participated in a binding interest arbitration during 2014. Following the issuance of the Arbitration Award on February 24, 2015, the parties drafted a Collective Bargaining Agreement, executed on December 15, 2015, which reflects the essential terms from the arbitrator's decision covering a term of January 1, 2010 through December 31, 2017.
- 2.) IUOE: The collective bargaining agreement between the Authority and the IUOE expired on December 31, 2012. Employees continue to work with an expired contract. At its May 18, 2016 meeting, the Authority's Board approved a resolution approving the "economic provisions" in the resolution and authorized staff to negotiate the remaining noneconomic terms of the Collective Bargaining Agreement. The resolution was subsequently vetoed by the New Jersey Governor on June 6, 2016. The DRPA continues efforts to resolve the expired contract.
- 3.) Teamsters: PATCO had a collective bargaining agreement with Teamsters' Union Local 676, representing operating and maintenance personnel at PATCO, which expired on May 31, 2011. Employees continue to work with an expired contract. At its May 18, 2016 meeting, the Authority's Board approved a resolution approving the "economic provisions" in the resolution and authorized staff to negotiate the remaining noneconomic terms of the Collective Bargaining Agreement. The resolution was subsequently vetoed by the New Jersey Governor on June 6, 2016. The DRPA continues efforts to resolve the expired contract.
- 4.) IBEW: The collective bargaining agreement with the IBEW expired on December 31, 2011. Employees continue to work with an expired contract. At its May 18, 2016 meeting, the Authority's Board approved a resolution approving the "economic provisions" in the resolution and authorized staff to negotiate the remaining noneconomic terms of the Collective Bargaining Agreement. The resolution was subsequently vetoed by the New Jersey Governor on June 6, 2016. The DRPA continues efforts to resolve the expired contract.

Federal Subpoena: The Authority was served with a Federal Grand Jury Subpoena in March 2013 requiring document production concerning economic development spending from 2008 through 2013. The Authority retained Special Counsel, fully cooperated, and has been open and transparent in providing responsive information. Compliance costs and counsel fees were significant, but did not materially impact the Authority's financial position. On March 31, 2015, the Authority was granted permission by the government to lift the litigation hold in this matter. There has been no recent activity.

2016 Expiring Letters of Credit: In anticipation of the expiration of three DPLOCs during March (Royal Bank and BNY Mellon) and August (Bank of America), at its January 2016 meeting, the Authority's Board passed Resolution DRPA #16-070, "Authorizing LOC Extensions & RFP for Alternate Liquidity Structures" authorizing the Authority to extend the maturities of these LOCs "...upon terms most advantageous to the Authority."

Subsequently, the Authority extended the LOC with BNY Mellon for a period of three months (90 days) to mature on June 16, 2016, and with Royal Bank to mature on August 1, 2016. The extension of the Bank of America LOC has, as of this date, not been finalized. After issuing a RFP to solicit proposals from investment firms and banks on LOC replacement or alternative financing structures for the aforementioned expiring LOCs, the Authority began a review of various alternative strategies for the three expiring LOCs.

DELAWARE RIVER PORT AUTHORITY
Notes to Combined Financial Statements
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Note 20. Subsequent Events (Continued)

2016 Expiring Letters of Credit (Continued): BNY Mellon LOC Expiration: On May 20, 2016, the Authority gave letter notice to BNY Mellon, its bond trustee, and two rating agencies of its intent to conduct a mandatory tender and interest rate conversion of the Authority's Revenue Refunding Bonds, Series C of 2010, in the amount of \$42.2 million on June 9, 2016.

On June 9, the existing BNY Mellon LOC was terminated and Wells Fargo Bank concluded a direct purchase of the 2010 Series C bonds, as LIBOR Index Rate Mode bonds, under the Tenth Supplemental Indenture to the 1998 Indenture.

The Authority is in process of replacing the expiring LOCs with Bank of America and Royal Bank of Canada. As of this writing, the Authority's intent is to secure direct purchase loans from several banks to replace the expiring LOCs.

Bi-ennial Inspection Awards: At its January meeting, the Authority's Board approved five (5) contractors to perform the bi-ennial inspections of its core facilities, pursuant to the Authority's Board Indentures. The inspections for the four bridges and PATCO have a "not-to-exceed" amount of \$2,867. The Authority must supply certifications relative to the condition of its bridges to its Bond Trustee by October 1, 2016.

Bond Ratings Upgrade: On April 21, 2016, S&P issued a bond ratings report on the Authority's debt, using its new joint ratings criteria, wherein the Authority's PDP Bonds were upgraded from "BBB" to "A-" and the Revenue Bonds were affirmed at A, with a stable outlook. S&P cited the Authority's historical performance against budget, its strong financial stability and liquidity (including its capital "pay-go" fund), and its affordable 5-year capital plan of \$728.2 million, as underlying strengths supporting its ratings actions.

DELAWARE RIVER PORT AUTHORITY

Required Supplementary Information (Unaudited)
Schedule of the Authority's Proportionate Share of the Net Pension Liability
Commonwealth of Pennsylvania - State Employees' Retirement System (SERS)
Last Two Years
(amounts expressed in thousands)

	<u>Measurement Date Ended December 31,</u>	
	<u>2014</u>	<u>2013</u>
Authority's Proportion of the Net Pension Liability	0.7645359100%	0.7854013400%
Authority's Proportionate Share of the Net Pension Liability	\$ 113,590	\$ 107,312
Authority's Covered-Employee Payroll	\$ 44,721	\$ 43,165
Authority's Proportionate Share of the Net Pension Liability as a Percentage of Covered - Employee Payroll	254.00%	248.61%
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	64.80%	66.70%

This schedule is presented to illustrate the requirement to show information for 10 years; however, until a full 10-year trend is compiled, this presentation will only include information for those years for which information is available.

DELAWARE RIVER PORT AUTHORITY

Required Supplementary Information (Unaudited)
Schedule of the Authority's Contributions
Commonwealth of Pennsylvania - State Employees' Retirement System (SERS)
Last Two Years
(amounts expressed in thousands)

	<u>Year Ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Authority's Contractually Required Contribution	\$ 10,332	\$ 7,649
Authority's Contribution in Relation to the Contractually Required Contribution	<u>(10,332)</u>	<u>(7,649)</u>
Authority's Contribution Deficiency (Excess)	<u>-</u>	<u>-</u>
Authority's Covered - Employee Payroll	\$ 48,857	\$ 44,721
Authority's Contributions as a Percentage of Covered-Employee Payroll	21.15%	17.10%

This schedule is presented to illustrate the requirement to show information for 10 years; however, until a full 10-year trend is compiled, this presentation will only include information for those years for which information is available.

DELAWARE RIVER PORT AUTHORITY

Required Supplementary Information (Unaudited)
Schedule of the Authority's Proportionate Share of the Net Pension Liability
State of New Jersey - Public Employees' Retirement System (PERS)
Last Two Years
(amounts expressed in thousands)

	<u>Measurement Date Ended June 30,</u>	
	<u>2015</u>	<u>2014</u>
Authority's Proportion of the Net Pension Liability	0.0048616324%	0.0080229448%
Authority's Proportionate Share of the Net Pension Liability	\$ 1,091	\$ 1,502
Authority's Covered - Employee Payroll	\$ 335	\$ 594
Authority's Proportionate Share of the Net Pension Liability as a Percentage of Covered - Employee Payroll	325.67%	252.86%
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	47.93%	52.08%

This schedule is presented to illustrate the requirement to show information for 10 years; however, until a full 10-year trend is compiled, this presentation will only include information for those years for which information is available.

DELAWARE RIVER PORT AUTHORITY
Required Supplementary Information (Unaudited)
Schedule of the Authority's Contributions
State of New Jersey - Public Employees' Retirement System (PERS)
Last Two Years
(amounts expressed in thousands)

	<u>Year Ended December 31,</u>	
	<u>2015</u>	<u>2014</u>
Authority's Contractually Required Contribution	\$ 42	\$ 66
Authority's Contribution in Relation to the Contractually Required Contribution	<u>(42)</u>	<u>(66)</u>
Authority's Contribution Deficiency (Excess)	<u>-</u>	<u>-</u>
Authority's Covered - Employee Payroll	\$ 369	\$ 355
Authority's Contributions as a Percentage of Covered-Employee Payroll	11.38%	18.59%

This schedule is presented to illustrate the requirement to show information for 10 years; however, until a full 10-year trend is compiled, this presentation will only include information for those years for which information is available.

DELAWARE RIVER PORT AUTHORITY
Required Supplementary Information (Unaudited)
Schedule of the Authority's Contributions
Teamsters Pension Plan of Philadelphia and Vicinity
Last Ten Years
(amounts expressed in thousands)

	Year Ended December 31,									
	<u>2015</u>	<u>2014</u>	<u>2013</u>	<u>2012</u>	<u>2011</u>	<u>2010</u>	<u>2009</u>	<u>2008</u>	<u>2007</u>	<u>2006</u>
Authority's Contractually Required Contribution	\$ 1,136	\$ 1,001	\$ 1,066	\$ 1,076	\$ 1,077	\$ 1,090	\$ 1,068	\$ 1,029	\$ 997	\$ 1,003
Authority's Contribution in Relation to the Contractually Required Contribution	<u>(1,136)</u>	<u>(1,001)</u>	<u>(1,066)</u>	<u>(1,076)</u>	<u>(1,077)</u>	<u>(1,090)</u>	<u>(1,068)</u>	<u>(1,029)</u>	<u>(997)</u>	<u>(1,003)</u>
Authority's Contribution Deficiency (Excess)	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>-</u></u>

DELAWARE RIVER PORT AUTHORITY

**Required Supplementary Information (Unaudited)
Notes to Required Supplementary Information
For the Year Ended December 31, 2015**

Pennsylvania State Employees' Retirement System (SERS)

There were no changes in the actuarial methods and assumptions that were used in the December 31, 2014 and 2013 actuarial valuations.

State of New Jersey Public Employees' Retirement System (PERS)

Changes in Benefit Terms - None

Changes in Assumptions -

The discount rate changed from 5.39% as of June 30, 2014, to 4.90% as of June 30, 2015, in accordance with Paragraph 44 of GASB Statement No. 67.

Other Changes in Assumptions -

New assumptions related to future increases on Social Security Wage Base and the 401(a)(17) compensation limit have been added as follows:

401(a)(17) Pay Limit – \$3.00 per annum

Social Security Wage Base – \$4.00 per annum

Teamsters Pension Plan of Philadelphia and Vicinity

The Authority is required to contribute a collectively bargain amount per day for each participating PATCO employee. This daily amount ranged from \$19.80 in 2006 to \$25.22 in 2015.

DELAWARE RIVER PORT AUTHORITY

Required Supplementary Information (Unaudited)
Schedule of Funding Progress for Health Benefits Plan
(amounts expressed in thousands)

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) - Projected Unit Credit (b)	Unfunded AAL (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll [(b-a)/c]
01/01/15	\$ 15,747	\$ 118,482	\$ 102,735	13.3%	\$ 42,087	244.1%
01/01/13	-	\$ 112,923	\$ 112,923	-	\$ 43,453	259.9%
01/01/11	-	\$ 113,422	\$ 113,422	-	\$ 46,949	241.6%

DELAWARE RIVER PORT AUTHORITY

Combined Supplemental Schedule of Net Position Information by Fund
December 31, 2015
(amounts expressed in thousands)

	Capital Fund	Revenue Fund	Maintenance Reserve Fund	General Fund	Combined Bond Funds	Combined Project Funds	Total
Assets							
Current Assets							
Cash and cash equivalents		\$ 813		\$ 26,492			\$ 27,305
Investments		1,079		486,627			487,706
Accounts receivable, net of allowance for uncollectibles		6,638		9,677			16,315
Accrued interest receivable				333			333
Transit system and storeroom inventories		402		5,581			5,983
Economic development loans - current				576			576
Prepaid expenses		3,761		1,665			5,426
Restricted assets							
Cash and cash equivalents		1,883				\$ 537	2,420
Investments		12,615	\$ 4,838		\$ 212,167	14,787	244,407
Accrued interest receivable						4	4
Total current assets	-	27,191	4,838	530,951	212,167	15,328	790,475
Noncurrent Assets							
Restricted investments for capital projects	-	-	-	-	-	153,259	153,259
Capital assets, net of accumulated depreciation							
Land	\$ 74,075			25			74,100
Construction in progress	441,577						441,577
Bridges and related buildings and equipment	582,262						582,262
Transit property and equipment	326,343						326,343
Port enhancements	1,535						1,535
Total capital assets	1,425,792	-	-	25	-	-	1,425,817
Other							
Economic development loans, net of allowance for uncollectibles				12,623			12,623
Debt insurance costs, net of amortization	952			243			1,195
Total other assets	952	-	-	12,866	-	-	13,818
Total noncurrent assets	1,426,744	-	-	12,891	-	153,259	1,592,894
Total assets	1,426,744	27,191	4,838	543,842	212,167	168,587	2,383,369
Deferred Outflows of Resources							
Accumulated decrease in fair value of hedging derivatives	103,269						103,269
Pension related amounts		11,234		3,161			14,395
Loss on refunding of debt	6,552			3,602			10,154
Total deferred outflows of resources	109,821	11,234	-	6,763	-	-	127,818

(Continued)

DELAWARE RIVER PORT AUTHORITY

Combined Supplemental Schedule of Net Position Information by Fund
December 31, 2015
(amounts expressed in thousands)

	Capital Fund	Revenue Fund	Maintenance Reserve Fund	General Fund	Combined Bond Funds	Combined Project Funds	Total
Liabilities							
Current Liabilities							
Accounts payable							
Retained amounts on contracts		\$ 31		\$ 9,427			\$ 9,458
Other		7,241		21,313			28,554
Accrued liabilities							
Claims and judgments		53		628			681
Self-insurance		1,099		936			2,035
Pension		749		2,467			3,216
Sick and vacation leave benefits		1,371		611			1,982
Other		438		760			1,198
Unearned revenue				4,212			4,212
Liabilities payable from restricted assets							
Accrued interest payable					\$ 24,017		24,017
Bonds payable - current	\$ 40,035			9,975			50,010
Total current liabilities	40,035	10,982	-	50,329	24,017	-	125,363
Noncurrent Liabilities							
Accrued liabilities							
Claims and judgments		142		1,697			1,839
Self-insurance		1,400		1,191			2,591
Sick and vacation leave benefits		1,370		610			1,980
Net pension liability		89,509		25,173			114,682
Other postemployment benefits		17,925		8,427			26,352
Unearned revenue		4,546					4,546
Premium payment payable - derivative companion instrument	25,237						25,237
Derivative instrument - interest rate swap	103,269				373		103,642
Bonds payable, net of unamortized discounts and premiums	1,342,228			170,760			1,512,988
Total noncurrent liabilities	1,470,734	114,892	-	207,858	373	-	1,793,857
Total liabilities	1,510,769	125,874	-	258,187	24,390	-	1,919,220
Deferred Inflows of Resources							
Pension related amounts		2,638		959			3,597
Total deferred inflows of resources	-	2,638	-	959	-	-	3,597
Net Position							
Net investment in capital assets	50,082			25		\$ 153,259	203,366
Restricted for:							
Debt requirements		13,380	\$ 3,000		187,777		204,157
Port projects						15,328	15,328
Unrestricted (deficiency)	(24,286)	(103,467)	1,838	291,434			165,519
Total net position	\$ 25,796	\$ (90,087)	\$ 4,838	\$ 291,459	\$ 187,777	\$ 168,587	\$ 588,370

DELAWARE RIVER PORT AUTHORITY

Combined Supplemental Schedule of Changes in Fund Net Position Information by Fund
For the Year Ended December 31, 2015
(amounts expressed in thousands)

	Capital Fund	Revenue Fund	Maintenance Reserve Fund	General Fund	Combined Bond Funds	Combined Project Funds	Total
Net Position (Deficiency), January 1	\$ (93,402)	\$ (19,782)	\$ 4,689	\$ 257,952	\$ 181,956	\$ 256,432	\$ 587,845
Cumulative effect of change in accounting principles		(79,229)		(22,531)			(101,760)
Net Position (Deficiency), January 1 (Restated)	(93,402)	(99,011)	4,689	235,421	181,956	256,432	486,085
Revenues and Expenses							
Operating revenues		314,603		26,691			341,294
Operating expenses	(57,614)	(51,120)		(56,100)			(164,834)
General and administration expenses		(42,050)		(82)			(42,132)
Investment income	65	365	149	3,775	3,277	203	7,834
Interest expense	(642)			1,252	(76,402)		(75,792)
Economic development activities				(4,167)			(4,167)
Other nonoperating revenues (expenses)	(1,771)	(341)		3,322			1,210
Other grant revenues				2,114			2,114
Total revenues and expenses	(59,962)	221,457	149	(23,195)	(73,125)	203	65,527
Government Contributions for Capital Improvements, Additions and Other Projects	-	-	-	36,758	-	-	36,758
Interfund Transfers and Payments							
Bond service		(87,933)		(42,496)	130,429		
Funds free and clear of any lien or pledge		(124,600)		124,600			
Funds for permitted capital expenditures				86,673		(86,673)	
Retirement of bonds	37,920			9,465	(47,385)		
Funds for permitted port projects				1,375		(1,375)	
Capital additions	137,267			(137,267)			
Net equity transfers	3,973			125	(4,098)		
Total interfund transfers and payments	179,160	(212,533)	-	42,475	78,946	(88,048)	-
Net Position (Deficiency), December 31	\$ 25,796	\$ (90,087)	\$ 4,838	\$ 291,459	\$ 187,777	\$ 168,587	\$ 588,370

DELAWARE RIVER PORT AUTHORITY

Supplemental Schedule of Net Position Information for Bond and Project Funds
 December 31, 2015
 (amounts expressed in thousands)

	Bond Reserve Fund	Bond Service Fund	1998 Port District Project Fund	1999 Project Fund	1999 Port District Project Fund	2001 Port District Project Fund	2013 Project Fund	Total Combined Funds
Assets								
Current Assets								
Restricted assets								
Cash and cash equivalents			\$ 4	\$ 60	\$ 473			\$ 537
Investments	\$ 137,403	\$ 74,764			13,837	\$ 950		226,954
Accrued interest receivable					4			4
Total current assets	137,403	74,764	4	60	14,314	950	-	227,495
Noncurrent Assets								
Restricted investments for capital projects							\$ 153,259	153,259
Total assets	137,403	74,764	4	60	14,314	950	153,259	380,754
Liabilities								
Current Liabilities								
Liabilities payable from restricted assets								
Accrued interest payable		24,017						24,017
Total current liabilities	-	24,017	-	-	-	-	-	24,017
Noncurrent Liabilities								
Derivative instrument - interest rate swap	373							373
Total noncurrent liabilities	373	-	-	-	-	-	-	373
Total liabilities	373	24,017	-	-	-	-	-	24,390
Net Position								
Net investment in capital assets							153,259	153,259
Restricted for								
Revenue and port district project bonds	137,030							137,030
Revenue and port district bond service		50,747						50,747
Port projects			4	60	14,314	950		15,328
Total net position	\$ 137,030	\$ 50,747	\$ 4	\$ 60	\$ 14,314	\$ 950	\$ 153,259	\$ 356,364

DELAWARE RIVER PORT AUTHORITY

Supplemental Schedule of Changes in Net Position Information for Bond and Project Funds
For the Year Ended December 31, 2015
(amounts expressed in thousands)

	Bond Reserve Fund	Bond Service Fund	1998 Port District Project Fund	1999 Project Fund	1999 Port District Project Fund	2001 Port District Project Fund	2013 Project Fund	Total Combined Funds
Net Position, January 1	\$ 133,755	\$ 48,201	\$ 4	\$ 60	\$ 15,633	\$ 1,005	\$ 239,730	\$ 438,388
Revenues and Expenses:								
Investment income	3,275	2			1		202	3,480
Interest expense		(76,402)						(76,402)
Total revenues and expenses	3,275	(76,400)	-	-	1		202	(72,922)
Interfund Transfers and Payments:								
Bond service		130,429						130,429
Funds for permitted capital expenditures							(86,673)	(86,673)
Retirement of bonds		(47,385)						(47,385)
Funds for permitted port projects					(1,320)	(55)		(1,373)
Net equity transfers		(4,098)						(4,098)
Total interfund transfers and payments	-	78,946	-	-	(1,320)	(55)	(86,673)	(9,102)
Net Position, December 31	\$ 137,030	\$ 50,747	\$ 4	\$ 60	\$ 14,314	\$ 950	\$ 153,259	\$ 356,364



Betsy Ross Bridge connecting Philadelphia, PA and Pennsauken, NJ saw 10.3 million vehicles in 2015.



STATISTICAL SECTION

STATISTICAL SECTION

FINANCIAL TREND DATA (Unaudited)

The Authority's net position improved slightly in 2015, increasing only by \$525 thousand, after increasing by at least \$50 million in each of the prior four years. A change in accounting principles (GASB No. 68 - Accounting and Financial Reporting for Pensions - an amendment of GASB No. 27) caused the Authority to restate its January 1, 2015 net position (it decreased by \$101.8 million) which resulted in only a slight increase in net position versus 2014.

The Authority's net position has improved from \$286.9 million to \$588.4 million (a \$301.5 million increase) since 2010, largely due to higher toll revenues, which have improved operating income by an annual average of approximately \$12.7 million over the last five years. During 2015, operating revenues increased by \$10.4 million (up 3.15%), while total operating expenses increased by \$3.7 million (up 1.8%). As noted before, the overall increase in net position from 2014 (up \$525 thousand, or 0.01%) would have been an increase of \$102.3 million if not for the restatement of the cumulative effect of GASB No. 68 in 2015.

Please refer to the following schedules for a historical view of the Authority's financial performance:

Last Ten Fiscal Years (In Thousands)

NET POSITION

	2015*	2014 *	2013 *	2012 *	2011 *	2010 *	2009 *	2008	2007	2006
Net Investment in capital assets	\$ 203,366	\$ 174,762	\$ 213,138	\$ 272,905	\$ 214,632	\$ 239,390	\$ 325,973	\$ 281,146	\$ 245,959	\$ 244,194
Restricted	219,485	215,004	159,521	143,692	185,219	158,589	142,435	147,850	176,895	199,758
Unrestricted (deficiency)	165,519	198,079	138,730	2,232	(67,153)	(111,050)	(138,043)	(94,317)	(92,855)	(113,329)
Total Net Assets	\$ 588,370	\$ 587,845	\$ 511,389	\$ 418,829	\$ 332,698	\$ 286,929	\$ 330,365	\$ 334,679	\$ 329,999	\$ 330,623

* Figures for the years 2009-2015 include the implementation of Governmental Accounting Standards Board Statement No. 53, *Accounting and Financial Reporting for*

Derivative Instruments.

Figures for 2013, 2012 and 2011 include the implementation of Governmental Accounting Standards Board Statement No. 65 *Items Previously Reported as Assets and Liabilities.*

Figures for the years 2010 and 2009 have been restated to remove the projected cost of bridge repainting.

CHANGES IN NET POSITION

	2015*	2014 *	2013 *	2012 *	2011 *	2010 *	2009 *	2008	2007	2006
Operating Revenues										
Bridges:										
Tolls	307,240	297,267	\$ 293,863	\$ 292,810	\$ 267,685	\$ 243,879	\$ 242,620	\$ 208,856	\$ 196,069	\$ 194,958
Other operating revenues	6,435	7,702	6,451	6,372	5,049	4,753	4,944	5,815	5,540	4,170
Total bridge operating revenues	313,675	304,969	300,314	299,182	272,734	248,632	247,564	214,671	201,609	199,128
Transit system:										
Passenger fares	24,943	24,257	25,908	26,035	24,004	21,956	22,028	21,459	18,978	19,014
Other operating revenues	1,661	1,506	1,699	1,957	1,817	1,968	1,606	1,507	1,438	1,600
Total transit system operating revenues	26,604	25,763	27,607	27,992	25,821	23,924	23,634	22,966	20,416	20,614
Port of Philadelphia and Camden:										
AmeriPort	-	-	-	-	-	-	-	-	-	-
Cruise terminal	-	-	-	2	369	309	571	683	1,043	1,608
RiverLink Ferry	30	-	-	-	68	61	62	73	50	72
Total Port of Philadelphia and Camden	30	-	-	2	437	370	633	756	1,093	1,680
Other:										
Miscellaneous	985	150	203	224	556	1,801	1,456	590	852	1,697
Total operating revenues	341,294	330,882	328,124	327,400	299,548	274,727	273,287	238,983	223,970	223,119
Operating Expenses:										
Operations	103,390	100,596	97,436	98,581	94,259	99,518	97,735	100,515	94,762	88,482
Community impact	3,781	3,745	3,688	3,611	3,560	3,473	3,483	3,380	3,306	3,198
General and administration	42,132	41,347	38,932	44,277	40,536	46,272	35,457	34,974	31,025	27,780
Port of Philadelphia and Camden	49	189	62	29	246	824	1,269	1,447	1,698	1,824
Depreciation	57,614	57,425	54,801	55,018	49,216	47,751	45,776	45,486	44,634	42,355
Total operating expenses	206,966	203,302	194,919	201,516	187,817	197,838	183,720	185,802	175,425	163,639
Operating Income	134,328	127,580	133,205	125,884	111,731	76,889	89,567	53,181	48,545	59,480
Non-operating Revenues (Expenses)										
Interest revenue (net of change in fair value of derivative instruments)	7,834	8,479	4,628	7,638	13,633	(25,867)	8,718	17,592	26,704	28,383
Interest expense	(75,792)	(78,377)	(58,784)	(66,540)	(77,870)	(72,527)	(65,584)	(75,654)	(74,668)	(78,267)
Amortization expense	(100)	(100)	(100)	(100)	(100)	(1,511)	(1,356)	(1,353)	(1,353)	(1,346)
Economic development activities	(4,167)	(2,401)	(4,371)	(8,695)	(2,025)	(39,657)	(26,794)	(3,960)	(9,841)	(7,050)
Other	5,156	4,844	2,825	4,276	3,055	(1,366)	(985)	457	(35)	(1,065)
Bond issuance costs	-	-	(2,516)	(1,374)	-	-	-	-	-	-
Loss on abandonment of Aerial Tram project	-	-	-	-	(18,318)	-	-	-	-	-
Loss on disposal of capital assets	(1,732)	-	-	-	(7,929)	-	-	-	-	-
Total non-operating revenues (expenses)	(68,801)	(67,555)	(58,318)	(64,795)	(89,554)	(140,928)	(86,001)	(62,918)	(59,193)	(59,345)
Income (Loss) Before Capital Contributions	65,527	60,025	74,887	61,089	22,177	(64,039)	3,566	(9,737)	(10,648)	135
Capital Contributions:										
Federal and state capital improvement grants	36,758	16,431	17,673	25,042	33,021	20,603	11,443	14,417	10,024	12,076
Discontinued Operations										
Loss on disposal of Ameriport	-	-	-	-	-	-	-	-	-	(4,971)
Change in Accounting Principles										
Cumulative effect of change in accounting principles - GASB No. 68 - <i>Accounting and financial reporting for pensions - an amendment of GASB No. 27</i>	(101,760)	-	-	-	-	-	-	-	-	-
Change in Net Position	\$ 525	\$ 76,456	\$ 92,560	\$ 86,131	\$ 55,198	\$ (43,436)	\$ 15,009	\$ 4,680	\$ (624)	\$ 7,240

* Figures for the years 2009-2015 include the implementation of Governmental Accounting Standards Board Statement No. 53, *Accounting and Financial Reporting for*

Derivative Instruments.

Figures for the years 2011-2015 include the implementation of Governmental Accounting Standards Board Statement No. 65 *Items Previously Reported as Assets and Liabilities.*

Figures for the years 2010 and 2009 have been restated to remove the projected cost of bridge repainting.

REVENUE CAPACITY DATA (Unaudited)

Major annual revenues (consisting primarily of bridge operating revenues, PATCO transit system revenues and interest income) have shown positive growth since 2006, increasing from \$249.8 million to \$347.8 million, an increase in annual revenues of about \$100.0 million. Revenues in the period from 2008 to 2015 reflect the two major increases in bridge tolls and transit system fares implemented in 2008 and 2011. During 2015, bridge toll revenues increased by \$10.0 million from 2014, an increase of 3.4%, while PATCO transit system operating revenues increased by \$841 thousand.

In 2015, bridge traffic increased for the first time since 2007. The increase for 2015 was 2.8%, or 1.37 million vehicles versus the prior year. Mitigating factors responsible for traffic declines between 2008 and 2014, such as overall poor economic conditions and prior implementation of previous toll increases, were not nearly as impactful in 2015. Better regional economic conditions, lower gas prices, and a lack of inclement weather during the first quarter each contributed to the increase of 2015 annual bridge traffic.

In 2015, total PATCO transit system operating revenues (inclusive of fare, parking, and advertising revenues) increased for the first time since 2012. During 2015, total PATCO operating revenues increased by \$841 thousand or 3.3% due to an increase in ridership of 162 thousand (or 1.6%). The increase in PATCO ridership was primarily attributable to completion of the Ben Franklin Bridge/PATCO track rehabilitation project (resulting in less track outages) along with favorable winter weather conditions.

For additional historical information on the Authority's bridge traffic, passenger trips, and other revenues, please refer to the schedules that follow.

Last Ten Fiscal Years (In Thousands)

MAJOR REVENUES BY SOURCE

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006
Bridge operating revenues	313,675	304,969	\$ 300,314	\$ 299,182	\$ 272,734	\$ 248,632	\$ 247,564	\$ 214,671	\$ 201,609	\$ 199,128
PATCO transit system operating revenues	26,604	25,763	27,607	27,992	25,821	23,924	23,634	22,966	20,416	20,614
Port of Philadelphia and Camden	30	-	-	2	437	370	633	756	1,093	1,680
Interest income	7,450	6,909	5,581	5,803	4,968	8,176	9,252	17,592	26,704	28,383
Total revenues	347,758	337,641	\$ 333,502	\$ 332,979	\$ 303,960	\$ 281,102	\$ 281,083	\$ 255,985	\$ 249,822	\$ 249,805

On September 14, 2008, the Authority implemented a new bridge toll schedule which increased tolls in each vehicle class and restructured the E-ZPass and senior citizen programs. Additionally, passenger fares, with the exception of fares for elderly persons and persons with disabilities, were increased by 10% across all zones. On July 1, 2011, the Authority implemented a new bridge toll schedule which increased tolls in each vehicle class. The Authority also implemented a second 10% increase in PATCO passenger fares. On December 1, 2015 the Authority reinstated the E-ZPass Commuter Discount program.

TOLL REVENUE BY BRIDGE

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006
Walt Whitman Bridge	122,648	116,256	\$ 111,256	\$ 111,900	\$ 103,191	\$ 95,180	\$ 96,319	\$ 82,198	\$ 77,109	\$ 77,528
Ben Franklin Bridge	97,739	97,923	101,094	100,443	89,824	80,083	79,848	67,188	62,235	61,577
Betsy Ross Bridge	34,766	33,408	33,578	34,084	32,295	30,610	29,062	27,590	26,734	26,906
Commodore Barry Bridge	52,087	49,680	47,935	46,383	42,375	38,006	37,391	31,880	29,991	28,947
Total toll revenues	\$ 307,240	\$ 297,267	\$ 293,863	\$ 292,810	\$ 267,685	\$ 243,879	\$ 242,620	\$ 208,856	\$ 196,069	\$ 194,958

On September 14, 2008, the Authority implemented a new bridge toll schedule which increased tolls in each vehicle class and restructured the E-ZPass and senior citizen programs. Additionally, passenger fares, with the exception of fares for elderly persons and persons with disabilities, were increased by 10% across all zones. On July 1, 2011, the Authority implemented a new bridge toll schedule which increased tolls in each vehicle class. On December 1, 2015 the Authority reinstated the E-ZPass Commuter Discount program.

BRIDGE CASH TOLL RATES

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006
Class 1 - Motorcycle	\$ 5.00	\$ 5.00	\$ 5.00	\$ 5.00	\$ 5.00	\$ 4.00	\$ 4.00	\$ 4.00	\$ 2.00	\$ 2.00
Class 2 - Automobile	5.00	5.00	5.00	5.00	5.00	4.00	4.00	4.00	3.00	3.00
Class 3 - Two Axle Trucks	15.00	15.00	15.00	15.00	15.00	12.00	12.00	12.00	9.00	9.00
Class 4 - Three Axle Trucks	22.50	22.50	22.50	22.50	22.50	18.00	18.00	18.00	13.50	13.50
Class 5 - Four Axle Trucks	30.00	30.00	30.00	30.00	30.00	24.00	24.00	24.00	18.00	18.00
Class 6 - Five Axle Trucks	37.50	37.50	37.50	37.50	37.50	30.00	30.00	30.00	22.50	22.50
Class 7 - Six Axle Trucks	45.00	45.00	45.00	45.00	45.00	36.00	36.00	36.00	27.00	27.00
Class 8 - Bus	7.50	7.50	7.50	7.50	7.50	6.00	6.00	6.00	4.50	4.50
Class 9 - Bus	11.25	11.25	11.25	11.25	11.25	9.00	9.00	9.00	6.75	6.75
Class 10 - Senior Citizen (with ticket only)	2.50	2.50	2.50	2.50	2.50	2.00	2.00	2.00	1.00	1.00
Class 13 - Auto with trailer (1 axle)	8.75	8.75	8.75	8.75	8.75	6.00	6.00	6.00	5.25	5.25
Class 14 - Senior Citizens (with 2 tickets only)	-	-	-	-	-	-	-	-	0.70	0.70

The toll rates shown above are cash toll rates in effect for the period indicated. On September 14, 2008, the Authority implemented a new bridge toll schedule which increased tolls in each vehicle class and restructured the E-ZPass and senior citizen programs. The Authority had, for many years, provided a commuter program and senior citizen program for its passenger vehicle customers. At E-ZPass implementation, as an incentive to use E-ZPass, a 10% discount was offered to E-ZPass customers, and a modified commuter program became effective and available through E-ZPass. In 2004, most discount programs were eliminated and the commuter program was further modified. The Authority has re-instituted the commuter discount program as of December 1, 2015. Additionally, passenger fares, with the exception of fares for elderly persons and persons with disabilities, were increased by 10% across all zones. On July 1, 2011, the Authority implemented a new bridge toll schedule which increased tolls in each vehicle class. The Authority also implemented a second 10% increase in PATCO passenger fares.

REVENUE CAPACITY DATA (Unaudited) (Continued)
BRIDGE TRAFFIC BY VEHICLE CLASSIFICATION

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006
Vehicle classification:										
Automobiles & light trucks	44,905	43,644	43,732	43,931	44,757	46,245	46,580	48,310	49,678	49,395
Trucks	2,865	2,713	2,571	2,505	2,542	2,603	2,548	2,890	3,038	3,035
Buses	217	228	231	236	250	260	276	287	301	314
Senior citizens	1,215	1,245	1,344	1,405	1,440	1,305	1,229	1,906	1,998	2,032
Other	3	2	2	3	3	1	4	6	61	89
Total traffic	<u>49,205</u>	<u>47,832</u>	<u>47,880</u>	<u>48,080</u>	<u>48,992</u>	<u>50,414</u>	<u>50,637</u>	<u>53,399</u>	<u>55,076</u>	<u>54,865</u>

BRIDGE TRAFFIC BY BRIDGE

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006
Walt Whitman Bridge	19,634	18,665	18,086	18,311	18,806	19,579	20,022	20,877	21,473	21,577
Ben Franklin Bridge	17,591	17,642	18,292	18,285	18,286	18,459	18,571	19,296	19,759	19,600
Betsy Ross Bridge	5,158	4,923	4,993	5,090	5,429	5,821	5,595	6,511	6,900	6,906
Commodore Barry Bridge	6,822	6,802	6,509	6,394	6,471	6,555	6,449	6,715	6,944	6,782
Total traffic	<u>49,205</u>	<u>47,832</u>	<u>47,880</u>	<u>48,080</u>	<u>48,992</u>	<u>50,414</u>	<u>50,637</u>	<u>53,399</u>	<u>55,076</u>	<u>54,865</u>

PATCO TRANSIT SYSTEM OPERATING REVENUES

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006
Passenger fares	\$ 24,943	\$ 24,257	\$ 25,908	\$ 26,035	\$ 24,004	\$ 21,956	\$ 22,028	\$ 21,459	\$ 18,978	\$ 19,014
Other revenues	1,661	1,506	1,699	1,957	1,817	1,968	1,606	1,507	1,438	1,600
Total operating revenues	<u>26,604</u>	<u>25,763</u>	<u>27,607</u>	<u>27,992</u>	<u>25,821</u>	<u>23,924</u>	<u>23,634</u>	<u>22,966</u>	<u>20,416</u>	<u>20,614</u>

On September 14, 2008, passenger fares, were increased by 10% across all zones. On July 1, 2011, passenger fares were increased by an additional 10%.

PATCO PASSENGER FARES

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006
Lindenwold/Ashland/Woodcrest	\$ 3.00	\$ 3.00	\$ 3.00	\$ 3.00	\$ 3.00	\$ 2.70	\$ 2.70	\$ 2.70	\$ 2.45	\$ 2.45
Haddonfield/Westmont/Collingswood	2.60	2.60	2.60	2.60	2.60	2.35	2.35	2.35	2.15	2.15
Ferry Avenue	2.25	2.25	2.25	2.25	2.25	2.05	2.05	2.05	1.85	1.85
New Jersey	1.60	1.60	1.60	1.60	1.60	1.45	1.45	1.45	1.30	1.30
City Hall/Broadway/Philadelphia	1.40	1.40	1.40	1.40	1.40	1.25	1.25	1.25	1.15	1.15

On September 14, 2008, passenger fares, were increased by 10% across all zones. On July 1, 2011, passenger fares were increased by an additional 10%.

PATCO TRANSIT SYSTEM RIDERSHIP

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006
Passengers	10,169	10,007	10,542	10,613	10,506	10,109	10,022	10,338	9,406	9,377

DEBT CAPACITY DATA (Unaudited)

During the period 2010 to 2015, the Authority's debt service coverage (DSC) as calculated under the 1998 Indenture, has grown from 1.78X to 2.01X, despite the increased debt service requirements related to the issuance of \$785 million in fixed rate debt in 2010 and 2013. DSC reached 2.01x during 2015, supported by a ten-year high of \$224.6 million in net revenues available for debt service.

During the period, 2010-2013, growth in net revenues from \$157.5 million to \$211.2 million helped propel an increase in DSC from 1.78X to a ten-year high of 2.66X in 2012. DSC grew during that time period despite higher debt service costs related to the issuance of the 2010 revenue bonds. Fortunately, debt service beginning in 2012 was reduced resultant from the early redemption of approximately \$24 million in 1999 revenue bonds in early 2013, which was a major factor in the growth of the DSC from 2.08x to 2.64X in the period 2011 through 2013.

In 2014, net revenues available for debt service increased (by \$6.1 million from 2013 levels), however, the higher net revenues were more than offset by higher debt service (for the 2013 revenue bonds), resulting in a reduction in coverage from the prior year of 2.64X down to 1.94X.

Prior to the issuance of the 2013 revenue bonds, total outstanding debt had declined from \$1.4 billion to \$1.2 billion in the period 2010 to 2012. Total funded debt outstanding increased to \$1.65 billion during 2013, but has since dropped to \$1.56 billion in 2015.

For additional information on the Authority's debt service coverage, total outstanding debt, and the ratio of revenue bond debt per customer, please refer to the schedules that follow. Authority's bridge traffic, passenger trips, and other revenues, please refer to the schedules that follow.

Last Ten Fiscal Years (In Thousands)

DEBT SERVICE COVERAGE

	2015	2014	2013	2012	2011 *	2010 *	2009 *	2008	2007	2006
<i>Revenues available for Debt Service:</i>										
Bridge operating	313,675	304,969	\$ 300,314	\$ 299,182	\$ 272,734	\$ 248,632	\$ 247,564	\$ 214,671	\$ 201,609	\$ 199,128
Interest income	157	152	152	154	155	156	559	777	3,516	4,392
	<u>313,833</u>	<u>305,121</u>	<u>300,466</u>	<u>299,336</u>	<u>272,889</u>	<u>248,788</u>	<u>248,123</u>	<u>215,448</u>	<u>205,125</u>	<u>203,520</u>
<i>Less expenses:</i>										
Bridge operating	54,131	53,466	53,042	56,325	49,369	52,003	49,924	54,393	52,294	50,644
General and administration	42,132	41,347	38,932	44,277	40,536	46,272	35,457	34,974	31,025	27,780
	<u>96,263</u>	<u>94,813</u>	<u>91,974</u>	<u>100,602</u>	<u>89,905</u>	<u>98,275</u>	<u>85,381</u>	<u>89,367</u>	<u>83,319</u>	<u>78,424</u>
<i>Net revenues available for Debt Service:</i>										
1995 Revenue Bond Indenture	-	-	-	-	-	-	-	-	-	\$ 125,096
<i>Add:</i>										
Bridge Repainting Expense	-	-	-	-	-	-	-	4,363	4,498	3,892
GASB 45 Expense (exclusive of PATCO)	4,694	4,694	400	1,635	1,005	6,012	6,012	6,219	6,219	-
Interest Income:										
1998, 1999, 2008, 2010 and 2013 Revenue Bonds	2,342	2,349	2,352	2,086	2,387	983	2,602	3,226	2,989	2,776
	<u>7,036</u>	<u>7,043</u>	<u>2,752</u>	<u>3,721</u>	<u>3,392</u>	<u>6,995</u>	<u>8,614</u>	<u>13,808</u>	<u>13,706</u>	<u>6,668</u>
<i>Net revenues available for Debt Service:</i>										
1998 Revenue Bond Indenture	<u>\$ 224,606</u>	<u>\$ 217,351</u>	<u>\$ 211,244</u>	<u>\$ 202,455</u>	<u>\$ 186,376</u>	<u>\$ 157,508</u>	<u>\$ 171,356</u>	<u>\$ 139,889</u>	<u>\$ 135,512</u>	<u>\$ 131,764</u>
<i>Debt Service (Revenue Bonds):**</i>										
1995 Revenue Bonds	-	-	-	-	-	-	-	-	\$ 14,652	\$ 19,535
Swap Payments (net)	\$ 32,351	\$ 34,681	\$ 36,206	\$ 37,736	\$ 39,250	\$ 40,687	\$ 18,793	\$ 12,634	\$ 7,045	\$ 7,538
1998, 1999 Revenue Bonds	-	-	-	6,450	19,391	26,956	42,026	56,839	51,803	48,519
2008 Revenue Bonds	18,921	17,726	15,775	15,155	14,534	12,497	12,189	3,584	-	-
2010 Revenue Bonds	15,429	15,429	15,429	15,429	15,429	7,114	-	-	-	-
2010 Revenue Refunding Bonds	21,534	20,424	11,805	1,245	1,033	1,149	-	-	-	-
2013 Revenue Bonds	23,655	23,655	854	-	-	-	-	-	-	-
Total Debt Service	<u>\$ 111,890</u>	<u>\$ 111,915</u>	<u>\$ 80,069</u>	<u>\$ 76,015</u>	<u>\$ 89,637</u>	<u>\$ 88,403</u>	<u>\$ 73,008</u>	<u>\$ 73,057</u>	<u>\$ 73,500</u>	<u>\$ 75,592</u>
<i>Debt Service coverage (Times):</i>										
1995 Bond Indenture	-	-	-	-	-	-	-	-	-	4.62
<i>Debt Service coverage (Times):</i>										
1998 Bond Indenture	<u>2.01</u>	<u>1.94</u>	<u>2.64</u>	<u>2.66</u>	<u>2.08</u>	<u>1.78</u>	<u>2.35</u>	<u>1.91</u>	<u>1.84</u>	<u>1.74</u>

For 2006, the Authority has reflected the net swap debt service expense related to its annual payment under the 1995 Revenue Bond swap, which was exercised in January 2006. The Authority believes that this calculation, based on Generally Accepted Accounting Principles, fairly, clearly and completely represents the economic condition of the Authority as it relates to the debt service coverage calculation. For periods prior to 2006, the schedule reflects calculations made in accordance with the Authority's 1995 and 1998 Indentures of Trust. The Authority believes that this calculation is also consistent with Generally Accepted Accounting Principles and fairly, clearly and completely represents the economic condition of the Authority as it relates to the debt service coverage calculation for the periods specified. Under a "legally enacted basis" (as prescribed by the governing Revenue Bond Indentures), debt service coverage under the 1995 and 1998 Indentures, for 2006, would be 3.21 and 1.51 times, respectively. Under a legally enacted basis, only the gross swap interest payment to the counter party, or \$19.46 million, is used in the calculation, while the net interest revenue payment of \$11.92 million to the DRPA is not included in the calculation. In 2007, the supplemental indenture to the 1998 Indenture was revised which changed the "legally enacted basis" calculation to allow for inclusion of the swap interest paid to the Authority in the debt service coverage calculation.

* During 2011, the Authority changed its accounting method to remove the projected costs of bridge repainting. Figures for 2010 and 2009 have been restated.
 ** Debt service for the years 2010 through 2014 have been restated.

FUNDED DEBT

	2015	2014	2013	2012 *	2011	2010	2009	2008	2007	2006
Outstanding Revenue Bond related debt	\$ 1,382,263	\$ 1,420,724	\$ 1,450,720	\$ 978,185	\$ 1,034,519	\$ 1,065,375	\$ 785,075	\$ 807,890	\$ 820,392	\$ 847,472
Outstanding Port District Project Bond debt	180,735	192,454	203,995	209,603	314,470	303,554	321,915	339,645	360,510	364,715
Total outstanding debt	<u>\$ 1,562,998</u>	<u>\$ 1,613,178</u>	<u>\$ 1,654,715</u>	<u>\$ 1,187,788</u>	<u>\$ 1,348,989</u>	<u>\$ 1,368,929</u>	<u>\$ 1,106,990</u>	<u>\$ 1,147,535</u>	<u>\$ 1,180,902</u>	<u>\$ 1,212,187</u>

* Figures for 2014, 2013, 2012 and 2011 include the implementation of Governmental Accounting Standards Board Statement No. 65 *Items Previously Reported as Assets and Liabilities*.
 Net of amortizing premiums and discounts.

RATIO OF DEBT PER CUSTOMER (Based on Revenue Bond debt)

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006
Outstanding Revenue Bond related debt	\$ 1,382,263	\$ 1,420,724	\$ 1,450,720	\$ 978,185	\$ 1,034,519	\$ 1,065,375	\$ 785,075	\$ 807,890	\$ 820,392	\$ 847,472
Total annual debt service related to revenue bonds	\$ 111,890	\$ 111,915	\$ 80,069	\$ 76,015	\$ 89,637	\$ 88,403	\$ 73,008	\$ 73,057	\$ 73,500	\$ 75,592
Total traffic	49,205	47,832	47,880	48,080	48,992	50,414	50,637	53,399	55,076	54,865
Outstanding revenue bond debt per customer	\$ 28.09	\$ 29.70	\$ 30.30	\$ 20.34	\$ 21.12	\$ 21.13	\$ 15.50	\$ 15.13	\$ 14.90	\$ 15.45
Outstanding total bond debt per customer	\$ 31.77	\$ 33.73	\$ 34.56	\$ 24.70	\$ 27.53	\$ 27.15	\$ 21.86	\$ 21.49	\$ 21.44	\$ 22.09
Debt service per customer	\$ 2.27	\$ 2.34	\$ 1.67	\$ 1.58	\$ 1.83	\$ 1.75	\$ 1.44	\$ 1.37	\$ 1.33	\$ 1.38

Source: The Authority

DEMOGRAPHIC AND ECONOMIC DATA (Unaudited)

The following figures provide four key external factors during the ten years from 2005-2014 that affected the geographic region in which the Authority functions; this region is the Port District, which is comprised of the counties of Bucks, Chester, Delaware, Montgomery, and Philadelphia in Pennsylvania, and the counties of Atlantic, Burlington, Camden, Cape May, Cumberland, Gloucester, Ocean, and Salem in New Jersey.

Based on the most recent data (2014 is the latest year for which this information is available), population increased in the Pennsylvania counties by 5.31% (about 206,000) since 2005. The unemployment rate in the Philadelphia Metropolitan Region for the period of 2005 through 2014 reflected a high of 8.75% in 2012 and a low of 4.26% in 2006. Four of the top ten employers in the Pennsylvania counties were health care organizations. There was an increase in the population of the Pennsylvania counties along with a rather significant decrease in the unemployment rate during 2014 versus 2013.

Population increased in the New Jersey counties by 2.20% (about 52,000) since 2005. The unemployment rate in the New Jersey Metropolitan Region for the period of 2005 through 2014 reflected a high of 11.51% in 2010 and a low of 5.14% in 2005. Three of the top ten employers in the NJ counties were health care organizations. In the New Jersey counties there were decreases in both population and the unemployment rate through 2014 versus 2013.

Please refer to the following schedules below for a historical view of the demographic information and area employers within the Port District.

Last Ten Fiscal Years

PENNSYLVANIA PORT DISTRICT

	2014	2013	2012	2011	2010	2009	2008	2007	2006	2005
Population ⁽¹⁾	4,079,583	4,051,649	4,054,478	4,030,926	4,010,290	4,012,573	3,991,897	3,882,564	3,879,207	3,873,792
Total Personal Income ⁽¹⁾	\$235,663,042	\$222,749,066	\$212,668,430	\$204,488,875	\$195,158,270	\$191,619,984	\$189,058,438	\$184,342,322	\$174,120,302	\$164,091,035
Per Capita Personal Income ⁽¹⁾	\$57,766	\$54,977	\$52,453	\$50,730	\$48,664	\$47,755	\$47,361	\$47,480	\$44,886	\$42,359
Unemployment Rate ⁽²⁾	5.48%	8.67%	8.75%	8.50%	8.71%	7.91%	5.37%	4.36%	4.26%	4.58%

Sources:

(1) United States Dept of Commerce, Bureau of Economic Analysis. BEA Regional Economic Account data was used for each PA Port District county served by the DRPA. Figures here are totals for all counties in the PA Port District.
 (2) United States Department of Labor, Bureau of Labor Statistics, Local Area Unemployment Statistics

PENNSYLVANIA PORT DISTRICT TOP TEN EMPLOYERS

	# of Employees	% of Employment		# of Employees	% of Employment
1. Jefferson Health System Inc	18,740	0.62%	6. Christiana Care Health System	10,500	0.35%
2. University Of Pennsylvania	16,160	0.54%	7. UPS	10,261	0.34%
3. University Of Pennsylvania Health System	14,941	0.50%	8. Main Line Health	10,075	0.34%
4. Temple University	14,000	0.47%	9. Bank of America Corp	10,000	0.33%
5. Comcast Corporation	12,858	0.43%	10. Drexel University	9,829	0.33%

List excludes Federal Government Agencies (Federal Reserve Bank, U.S. Mint, U.S. District Court, Internal Revenue Service and U.S. Military), City Departments (Police and Fire Departments, Streets Department, Courts and the Water and Gas Company) and area School Systems (including Board of Education).

Sources: Select Greater Philadelphia, Regional Data, Leading Employers

NEW JERSEY PORT DISTRICT

	2014	2013	2012	2011	2010	2009	2008	2007	2006	2005
Population ⁽¹⁾	2,430,669	2,462,132	2,438,673	2,425,526	2,422,041	2,419,475	2,411,118	2,401,441	2,391,435	2,378,301
Total Personal Income ⁽¹⁾	\$ 112,933,065	\$110,208,947	\$103,930,739	\$102,916,280	\$101,195,650	\$99,031,079	\$98,568,702	\$92,444,597	\$89,285,614	\$84,062,922
Per Capita Personal Income ⁽¹⁾	\$46,462	\$44,762	\$42,618	\$42,430	\$41,781	\$40,931	\$40,881	\$38,495	\$37,336	\$35,346
Unemployment Rate ⁽²⁾	8.58%	10.07%	10.20%	11.10%	11.51%	10.84%	6.07%	5.16%	5.44%	5.14%

Sources:

(1) United States Dept of Commerce, Bureau of Economic Analysis. BEA Regional Economic Account data was used for each NJ Port District county served by the DRPA. Figures here are totals for all counties in the NJ Port District.
 (2) United States Department of Labor, Bureau of Labor Statistics, Local Area Unemployment Statistics

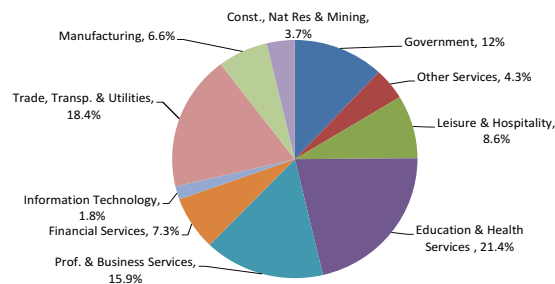
NEW JERSEY PORT DISTRICT TOP TEN EMPLOYERS

	# of Employees	% of Employment		# of Employees	% of Employment
1. Wal-Mart	17,900	0.60%	6. Meridian Health	11,000	0.37%
2. Verizon	15,800	0.53%	7. Home Depot	10,800	0.36%
3. UPS	14,800	0.49%	8. TD Bank	9,500	0.32%
4. Johnson & Johnson	13,500	0.45%	9. CVS Caremark	8,300	0.28%
5. Bank of America Merrill Lynch	12,000	0.40%	10. Virtua Health	8,000	0.27%

List excludes Federal Government Agencies (Federal Reserve Bank, U.S. Mint, U.S. District Court, Internal Revenue Service and U.S. Military), City Departments (Police and Fire Departments, Streets Department, Courts and the Water and Gas Company) and area School Systems (including Board of Education).

Sources: Select Greater Philadelphia, Regional Data, Ocean County Data Book, The Press, Atlantic City

EMPLOYMENT SHARES BY SECTOR: GREATER PHILADELPHIA REGION 2014



OPERATING INFORMATION (Unaudited)

Overall bridge operating revenues, and more specifically bridge toll revenues, have shown positive growth for the ten-year period shown below. Toll revenues for the fiscal years 2008 through 2010 increased significantly due to the 2008 toll increase, while revenues in 2012 increased sharply due to the mid-year 2011 toll increase. Revenues since 2012 have exceeded \$290 million, with toll revenues in 2015 surpassing the \$300 million mark for the first time in DRPA history (totaling \$307.2 million). During 2015, total bridge operating revenues increased by \$8.7 million to total nearly \$313.7 million (an increase of 2.9%).

Total expenses increased slightly during 2015, primarily due to increased personnel costs, however, those increases were partially offset by no biennial inspection costs and lower purchased power expenses. PATCO operational expenses, increased by \$2.2 million or by 4.5%. Bridge operating expense growth was almost flat, increasing by only \$0.6 million, an increase of only 1.2%.

The Authority's capital expenditures have increased since 2009, largely as a result of a strengthened General Fund and the issuance of new revenue bonds in 2010 and 2013 to fund the annual and five-year capital programs. During 2011 and 2012 capital expenditures, net of federal funding, exceeded \$100 million for the first time during the ten-year period shown. In 2014 capital expenditures jumped to nearly \$132.0 million, up from \$87.5 million in 2013, a \$44.5 million or 50.9% increase. The increase was related to several major projects such as the Ben Franklin Bridge/PATCO track rehabilitation project, PATCO transit car overhaul, and redecking anchorage spans on the Walt Whitman Bridge. The continuation of many of these projects resulted in 2015 capital expenditures totaling \$137.3 million, up \$5.3 million (or 4.0%) vs 2014 totals, this being the second highest total during the ten year historical period (2011 expenditures were the highest at \$158.8 million).

Please refer to the schedules that follow for a historical view of the Authority's bridge operating revenues and general expenses during the past ten years.

Last Ten Fiscal Years (In Thousands)

BRIDGE OPERATING REVENUES

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006	2005
Toll revenues by vehicle classification:											
Automobiles, light trucks and commuters	\$ 225,263	\$ 219,197	\$ 219,379	\$ 220,379	\$ 201,483	\$ 184,439	\$ 184,260	\$ 155,009	\$ 144,835	\$ 143,843	\$ 141,057
Trucks	76,389	72,377	68,298	66,087	60,383	54,856	53,697	49,467	47,363	47,145	45,618
Buses	2,189	2,278	2,310	2,370	2,271	2,074	2,187	1,640	1,434	1,500	1,515
Senior citizens	3,037	3,113	3,360	3,512	3,123	2,308	2,268	2,389	1,999	2,033	2,005
Other	362	302	516	462	425	202	208	351	438	437	735
Discounts and deductions	-	-	-	-	-	-	-	-	-	-	-
Total toll revenues	307,240	297,267	293,863	292,810	267,685	243,879	242,620	208,856	196,069	194,958	190,930
Other bridge operating revenues	6,435	7,702	6,451	6,372	5,049	4,753	4,944	5,815	5,540	4,170	4,219
Total bridge operating revenues	\$ 313,675	\$ 304,969	\$ 300,314	\$ 299,182	\$ 272,734	\$ 248,632	\$ 247,564	\$ 214,671	\$ 201,609	\$ 199,128	\$ 195,149

On September 14, 2008, the Authority implemented a new bridge toll schedule which increased tolls in each vehicle class and restructured the E-ZPass and senior citizen programs. Additionally, passenger fares, with the exception of fares for elderly persons and persons with disabilities, were increased by 10% across all zones. On July 1, 2011, the Authority implemented a new bridge toll schedule which increased tolls in each vehicle class. Please see Note 18 for the current toll schedule. On December 1, 2015 the Authority reinstated the E-ZPass Commuter Discount program.

GENERAL EXPENSES BY FUNCTION

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006	2005
Bridge operations:											
Salaries and employee benefits	\$ 39,604	\$ 35,955	\$ 34,184	\$ 32,790	\$ 30,743	\$ 31,743	\$ 32,496	\$ 31,551	\$ 30,047	\$ 29,059	\$ 26,954
Equipment and supplies	203	187	209	159	194	259	212	212	176	156	136
Maintenance and repairs	3,634	3,905	3,356	1,990	3,327	3,433	3,234	3,417	3,277	2,966	1,511
Utilities	2,261	2,256	1,591	1,636	1,694	2,819	2,562	2,783	2,621	2,386	1,678
Insurance	4,364	3,053	5,719	2,877	4,974	5,765	5,130	4,644	5,093	5,813	6,617
Other	4,065	8,110	7,983	16,873	8,437	12,335	10,442	11,786	11,080	10,264	9,609
Total bridge operations	54,131	53,466	53,042	56,325	49,369	56,354	54,076	54,393	52,294	50,644	46,505
PATCO transit system:											
Maintenance of way and power	12,308	11,469	11,263	10,770	10,865	11,261	11,552	10,229	9,774	9,438	8,884
Maintenance of equipment	7,256	6,728	6,547	6,157	6,149	7,666	7,156	6,696	6,679	6,370	7,046
Purchased power	4,396	4,712	4,688	4,270	5,230	5,667	5,359	5,656	4,933	4,984	3,335
Transportation	17,368	16,070	16,015	15,012	14,347	13,986	15,114	14,489	13,015	11,800	11,622
General insurance	1,902	2,564	1,583	1,276	4,288	876	767	1,256	692	704	823
Administration	6,029	5,587	4,298	4,771	4,011	8,059	7,863	7,795	7,375	4,542	4,024
Total PATCO transit system	49,259	47,130	44,394	42,256	44,890	47,515	47,811	46,121	42,468	37,838	35,734
Community impact											
General administration	42,132	41,347	38,932	44,277	40,536	46,272	35,457	34,974	31,025	27,780	26,857
Port of Philadelphia and Camden	49	189	62	29	246	824	1,269	1,447	1,698	1,824	3,548
Interest	75,792	78,377	58,784	66,540	77,870	72,527	65,584	75,654	74,668	78,267	72,213
Total expenses	\$ 225,144	\$ 224,254	\$ 198,902	\$ 213,038	\$ 216,471	\$ 226,965	\$ 207,680	\$ 215,969	\$ 205,459	\$ 199,551	\$ 187,935

Since 2010, general expenses at DRPA and PATCO have shown a downward trend, decreasing from \$226.96 million in 2010 to \$198.55 million, a 12.5% decrease over the period. During 2014, there was a large \$25.4 million increase in total expenses, a 12.7% increase, largely driven by \$2.4 million biennial inspection costs and \$19.6 million bond interest costs.

OPERATING INFORMATION (Unaudited) (Continued)

OPERATING STATISTICS

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006	2005
DRPA											
Total Traffic	49,205	47,832	47,880	48,080	48,992	50,414	50,637	53,399	55,076	54,865	54,065
Non-Commercial Traffic	46,340	45,119	45,309	45,575	46,450	47,811	48,089	50,509	52,038	51,830	51,091
Commercial Traffic	2,865	2,713	2,571	2,505	2,542	2,603	2,548	2,890	3,038	3,035	2,974
Average Daily Traffic	135	131	131	132	134	138	139	146	151	150	148
Average Toll per Customer	\$ 6.24	\$ 6.21	\$ 6.14	\$ 6.09	\$ 5.46	\$ 4.84	\$ 4.79	\$ 3.91	\$ 3.56	\$ 3.55	\$ 3.53
E-ZPass Traffic	31,342	30,182	29,635	29,098	28,983	28,911	28,367	28,130	27,987	26,946	25,522
% of E-ZPass Traffic	63.7%	63.1%	61.9%	60.5%	59.2%	57.3%	56.0%	52.7%	50.8%	49.1%	47.2%
PATCO											
Total Passengers	10,169	10,007	10,542	10,613	10,506	10,109	10,022	10,338	9,406	9,377	9,363
Average Daily Passengers	28	27	29	29	29	28	27	28	26	26	26
Average Fare Per Passenger	\$ 2.45	\$ 2.42	\$ 2.46	\$ 2.45	\$ 2.28	\$ 2.17	\$ 2.20	\$ 2.08	\$ 2.02	\$ 2.03	\$ 2.04

Average fare per passenger based on PATCO net passenger fare revenues

Source: DRPA Revenue Audit

FULL TIME AUTHORITY EMPLOYEES

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006	2005
DRPA	568	564	572	567	564	582	595	589	589	553	554
PATCO	306	302	308	296	302	309	305	301	302	355	358
Total Full-time	<u>874</u>	<u>866</u>	<u>880</u>	<u>863</u>	<u>866</u>	<u>891</u>	<u>900</u>	<u>890</u>	<u>891</u>	<u>908</u>	<u>912</u>

Source: DRPA Human Resources

CAPITAL EXPENDITURES

	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006	2005
Bridge and Transit System	<u>\$ 137,267</u>	<u>\$ 131,993</u>	<u>\$ 87,468</u>	<u>\$ 118,056</u>	<u>\$ 158,812</u>	<u>\$ 71,494</u>	<u>\$ 75,481</u>	<u>\$ 58,498</u>	<u>\$ 23,395</u>	<u>\$ 31,109</u>	<u>\$ 44,501</u>

Source: DRPA Accounting

CAPITAL ASSET STATISTICS

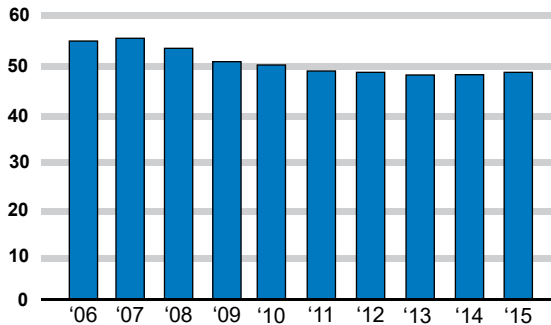
Facility - Lane Miles	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006	2005
Walt Whitman Bridge											
Main Span (lane miles)	14.7	14.7	14.7	14.7	14.7	14.7	14.7	14.7	14.7	14.7	14.7
Miles per Lane	2.1	2.1	2.1	2.1	2.1	2.1	2.1	2.1	2.1	2.1	2.1
Number of Lanes	7	7	7	7	7	7	7	7	7	7	7
Ben Franklin Bridge											
Main Span (lane miles)	12.67	12.67	12.67	12.67	12.67	12.67	12.67	12.67	12.67	12.67	12.67
Miles per Lane	1.81	1.81	1.81	1.81	1.81	1.81	1.81	1.81	1.81	1.81	1.81
Number of Lanes	7	7	7	7	7	7	7	7	7	7	7
Betsy Ross Bridge											
Main Span (lane miles)	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5
Miles per Lane	1.25	1.25	1.25	1.25	1.25	1.25	1.25	1.25	1.25	1.25	1.25
Number of Lanes	6	6	6	6	6	6	6	6	6	6	6
Commodore Barry Bridge											
Main Span (lane miles)	14.0	14.0	14.0	14.0	14.0	14.0	14.0	14.0	14.0	14.0	14.0
Miles per Lane	2.8	2.8	2.8	2.8	2.8	2.8	2.8	2.8	2.8	2.8	2.8
Number of Lanes	5	5	5	5	5	5	5	5	5	5	5
Track Mileage											
PATCO Transit System	14.9	14.9	14.9	14.9	14.9	14.9	14.9	14.9	14.9	14.9	14.9
Number of PATCO NJ Stations	9	9	9	9	9	9	9	9	9	9	9
Number of PATCO PA Stations	4	4	4	4	4	4	4	4	4	4	4

Source: DRPA Engineering

BRIDGE & PATCO OPERATIONS

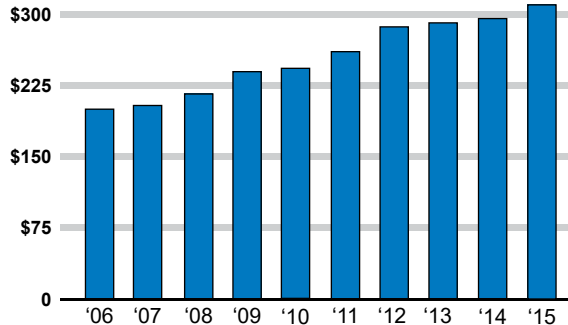
DRPA Bridge Traffic 2006-2015

(in millions of vehicles)



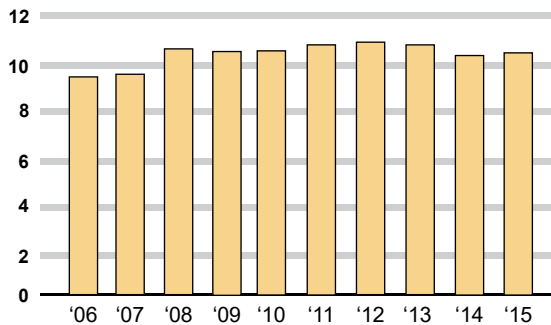
DRPA Bridge Toll Revenues 2006-2015

(in millions of dollars)



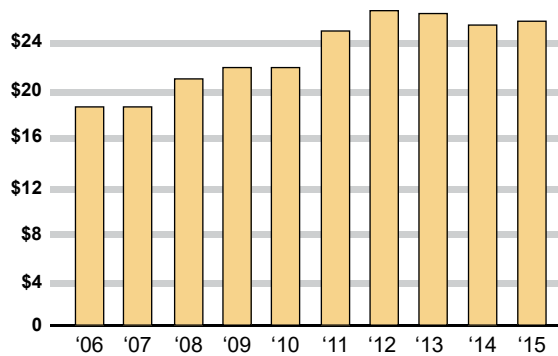
PATCO Passenger Ridership 2006-2015

(in millions of passengers)




PATCO Passenger Fare Revenues 2006-2015

(in millions of dollars)



Notes:

- On September 14, 2008, the Authority implemented a new bridge toll schedule which increased tolls in each vehicle class and restructured the E-ZPass and senior citizen programs. On July 1, 2011, the Authority implemented a new bridge toll schedule which increased tolls in each vehicle class.
- On September 14, 2008, passenger fares, with the exception of fares for elderly persons and persons with disabilities, were increased by 10% across all zones. On July 1, 2011 the Authority implemented a second 10% increase in PATCO passenger fares.
- On December 1, 2015 the Authority reinstated the E-ZPass Commuter Discount program.



**Delaware River
Port Authority
Comprehensive Annual
Financial Report
for the Year Ended
December 31, 2015**

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*Crews replenish a plow truck with salt at the Walt Whitman Bridge
on a snowy evening in January 2015.*

MISSION STATEMENT

As stewards of public assets, we provide for the safe and efficient operation of transportation services and facilities in a manner that creates value for the public we serve.

VISION STATEMENT

Together we are world-class stewards of public transportation assets. Working collaboratively across all business units, we operate, maintain, improve and protect transportation infrastructure for the benefit of the citizens we serve throughout the Greater Philadelphia Region. We are committed to building credibility, earning public trust and creating public value.



STEWARDSHIP. SERVICE. COMMUNITY.

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